

Date: June 12, 2023

Place: Chennai

Ref: SHAI/B & S/SE/56/2023-24

To,
The Manager
Listing Department
BSE Limited
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai – 400001
Scrip Code: **543412**

To,
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot C/1,
G Block, Bandra-Kurla Complex
Mumbai – 400051.
Symbol: **STARHEALTH**

Sub: Declaration of Voting Results of the Postal Ballot along with the Scrutinizer's Report.

Dear Sir/ Madam,

This is in furtherance to the Company's letter SHAI/B & S/SE/ 31/2023-24 dated May 10, 2023 regarding submission of Postal Ballot Notice dated April 28, 2023 we wish to inform that in compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("**SEBI Listing Regulations**") the Company has sought the Members approval by way of Special resolution and ordinary resolutions through Postal Ballot E-Voting for the resolutions as mentioned in the Notice.

In this regard, please find enclosed the following:

1. Voting Results of Postal Ballot through Remote E-voting facility as per Regulation 44(3) of the SEBI Listing Regulations – **Annexure A**
2. Scrutinizer's Report dated June 11, 2023 issued by Mr. Mirza Ismail Irshad Ahmed Practicing Company Secretary of M/s Irshad and Associates as per Section 108 , 110 of the Companies Act 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 – **Annexure B**

The aforementioned information is also be made available on the Company's website at www.starhealth.in

Kindly take the same on record.

Thanking you,
For Star Health and Allied Insurance Company Limited,

S.Venkataraman
Vice President - Compliance Officer

ANNEXURE –A

| VOTING RESULTS –POSTAL BALLOT | |
|--|--|
| Name of Company | STAR HEALTH AND ALLIED INSURANCE COMPANY LIMITED |
| Notice dated | April 28, 2023 |
| E-voting start date: | May 13, 2023 |
| E-voting End date: | June 11, 2023 |
| Total number of shareholders on Record Date (i.e. May 05, 2023 cut- off date for voting) | 162704 |
| *No. of shareholders present in the meeting either in person or through proxy | |
| Promoters and Promoter Group: | Not applicable |
| Public: | Not applicable |
| *No. of Shareholders attended the meeting through Video Conferencing | |
| Promoters and Promoter Group: | Not applicable |
| Public: | Not applicable |

****Postal Ballot***

Resolution 1

Change in Designation of Mr. Venkatasamy Jagannathan Chairman, Whole time Director & Chief Executive Officer to Non-Executive Director and Non-executive Chairman of Board.

| Resolution required: (Ordinary/ Special) | | | Special Resolution | | | | | |
|---|----------------|---------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | 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 | E-Voting | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 70,019,201 | 59,612,620 | 85.1375 | 56,833,605 | 27,79,015 | 95.3382 | 4.6618 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 70,019,201 | 59,612,620 | 85.1375 | 56,833,605 | 27,79,015 | 95.3382 | 4.6618 |
| Public Non Institutions | E-Voting | 17,26,74,444 | 10,21,44,133 | 59.1542 | 10,21,42,929 | 1,204 | 99.9988 | 0.0012 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 17,26,74,444 | 10,21,44,133 | 59.1542 | 10,21,42,929 | 1,204 | 99.9988 | 0.0012 |
| GRAND TOTAL | | 58,17,05,432 | 41,66,67,293 | 71.6286 | 41,38,87,074 | 27,80,219 | 99.3327 | 0.6673 |

Resolution 2

Appointment of Mr. Shankar Roy Anand Managing Director of the Company as Managing Director & Chief Executive Officer (CEO) of the Company and approval of remuneration payable to him

| Resolution required: (Ordinary/ Special) | | | Ordinary Resolution | | | | | |
|---|----------------|---------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | 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 | E-Voting | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 70,019,201 | 59,612,620 | 85.1375 | 43,849,421 | 15,763,199 | 73.5573 | 26.4427 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 70,019,201 | 59,612,620 | 85.1375 | 43,849,421 | 15,763,199 | 73.5573 | 26.4427 |
| Public Non Institutions | E-Voting | 17,26,74,444 | 10,21,44,133 | 59.1542 | 10,21,42,733 | 1,400 | 99.9986 | 0.0014 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 17,26,74,444 | 10,21,44,133 | 59.1542 | 10,21,42,733 | 1,400 | 99.9986 | 0.0014 |
| GRAND TOTAL | | 58,17,05,432 | 41,66,67,293 | 71.6286 | 40,09,02,694 | 1,57,64,599 | 96.2165 | 3.7835 |

Resolution 3

Remuneration payable to Dr.Subbrayan Prakash Managing Director

| Resolution required: (Ordinary/ Special) | | | Ordinary Resolution | | | | | |
|---|----------------|---------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | 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 | E-Voting | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 33,90,11,787 | 25,49,10,540 | 75.1922 | 25,49,10,540 | 0 | 100.00 | 0.00 |
| Public Institutions | E-Voting | 70,019,201 | 59,612,620 | 85.1375 | 4,38,49,421 | 1,57,63,199 | 73.5573 | 26.4427 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 70,019,201 | 59,612,620 | 85.1375 | 4,38,49,421 | 1,57,63,199 | 73.5573 | 26.4427 |
| Public Non Institutions | E-Voting | 17,26,74,444 | 10,21,44,057 | 59.1541 | 10,21,42,371 | 1,686 | 99.9983 | 0.0017 |
| | Poll | - | - | - | - | - | - | - |
| | Postal Ballot | - | - | - | - | - | - | - |
| | Total | 17,26,74,444 | 10,21,44,057 | 59.1541 | 10,21,42,371 | 1,686 | 99.9983 | 0.0017 |
| GRAND TOTAL | | 58,17,05,432 | 41,66,67,217 | 71.6286 | 40,09,02,332 | 1,57,64,885 | 96.2164 | 3.7836 |

SCRUTINIZER'S REPORT

To
The Chairman / Board of Directors,
Star Health and Allied Insurance Company Limited
No.1, New Tank Street, Valluvarkottam High Road,
Nugambakkam,
Chennai - 600034

Dear Sir,

Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 28th April, 2023 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by Star Health and Allied Insurance Company Limited ('the Company')

The Board of Directors of the Company had appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e-voting process in connection with Postal Ballot conducted in terms of General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021 and 3/2022 dated May 5, 2022 read with other relevant circulars, including General Circular No. 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 28th April, 2023.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 28th April, 2023. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the evoting system of M/s KFin Technologies Limited ("KFin"), the agency engaged by the Company to provide e-voting facility.

The postal ballot process was accordingly conducted and concluded as below:



- The Company on 11th May, 2023 dispatched the notice under section 110 of the Companies Act, 2013 to all the members of the Company whose names appeared on the Register of Members/ List of Beneficiaries as on 05th May, 2023.
- The Company issued an advertisement in Business Standard and Dinamani newspapers about the dispatch of Postal Ballot Notice on 11th May, 2023.
- The e-Voting process commenced on Saturday, 13th May 2023 (10.00 A.M.) and was open up to the close of working hours at 5.00 P.M. on Sunday, 11th June, 2023.
- All electronic votes received up to the close of working hours at 5.00 P.M. on 11th June, 2023, were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website www.evoting.kfintech.com
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc. is maintained in electronic form
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise



Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and the results were as under.

SUMMARY OF POSTAL BALLOT E-VOTING RESULTS: (Event ID – 7258)

Resolution 1: Change in Designation of Mr. Venkatasamy Jagannathan Chairman, Wholetime Director & Chief Executive Officer to Non-Executive Director and Non-Executive Chairman of Board.

Nature of resolution: Special Resolution

Voting requirement: Votes cast in favour of resolution to be not less than three times number of votes cast against the resolution

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

| Mode of Voting | Number of Members Voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| e-Voting | 454 | 413887074 | 99.3327 |

(ii) *Voted against the Resolution:*

| Mode of Voting | Number of Members Voted | Number of votes cast by them | % of total number of valid votes cast |
|----------------|-------------------------|------------------------------|---------------------------------------|
| e-Voting | 58 | 2780219 | 0.6673 |

(iii) *Invalid Votes:*

| Total Number of members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| NIL | NIL |

Result: The requisite votes in favour for passing the above resolution as Special Resolution were received



Resolution 2: Appointment of Mr. Shankar Roy Anand, Managing Director of the Company as Managing Director & Chief Executive Officer (CEO) of the Company and approval of remuneration payable to him

Nature of resolution: Ordinary Resolution

Voting requirement: Votes cast in favour of resolution exceeds the number of votes cast against the resolution

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

| <i>Mode of Voting</i> | <i>Number of Members Voted</i> | <i>Number of votes cast by them</i> | <i>% of total number of valid votes cast</i> |
|-----------------------|--------------------------------|-------------------------------------|--|
| <i>e-Voting</i> | <i>397</i> | <i>400902694</i> | <i>96.2165</i> |

(ii) *Voted against the Resolution:*

| <i>Mode of Voting</i> | <i>Number of Members Voted</i> | <i>Number of votes cast by them</i> | <i>% of total number of valid votes cast</i> |
|-----------------------|--------------------------------|-------------------------------------|--|
| <i>e-Voting</i> | <i>115</i> | <i>15764599</i> | <i>3.7835</i> |

(iii) *Invalid Votes:*

| <i>Total Number of members whose votes were declared invalid</i> | <i>Total number of votes cast by them</i> |
|--|---|
| <i>NIL</i> | <i>NIL</i> |

Result: *The requisite votes in favour for passing the above resolution as an Ordinary Resolution were received*



Resolution 3: Approval of remuneration payable to Dr. Subbarayan Prakash, Managing Director

Nature of resolution: Ordinary Resolution

Voting requirement: Votes cast in favour of resolution exceeds the number of votes cast against the resolution

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

| <i>Mode of Voting</i> | <i>Number of Members Voted</i> | <i>Number of votes cast by them</i> | <i>% of total number of valid votes cast</i> |
|-----------------------|--------------------------------|-------------------------------------|--|
| <i>e-Voting</i> | 380 | 400902332 | 96.2164 |

(ii) *Voted against the Resolution:*

| <i>Mode of Voting</i> | <i>Number of Members Voted</i> | <i>Number of votes cast by them</i> | <i>% of total number of valid votes cast</i> |
|-----------------------|--------------------------------|-------------------------------------|--|
| <i>e-Voting</i> | 129 | 15764885 | 3.7836 |

(iii) *Invalid Votes:*

| <i>Total Number of members whose votes were declared invalid</i> | <i>Total number of votes cast by them</i> |
|--|---|
| <i>NIL</i> | <i>NIL</i> |

Result: The requisite votes in favour for passing the above resolution as an Ordinary Resolution were received

You may accordingly declare the result of Postal Ballot through e-voting.



The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers and approves the results of the Postal Ballot conducted through e-voting.

Thanking You,

Yours truly,

For IRSHAD AND ASSOCIATES



MIRZA ISMAIL IRSHAD AHMED

FCS 11458

COP No. 24586

UDIN: F011458E000477286

Firm Regn No: S2022TN871500

Place: Chennai

Date: 11.06.2023