

SOURAV MALL, M.Com, ACS
Practicing Company Secretary

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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: **16th September, 2023**

To

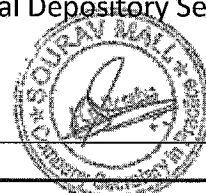
The Chairman of the 18th Annual General Meeting of **M/s. Asarfi Hospital Limited (U85110JH2005PLC011673)**, held on **Friday, 15th day of September, 2023 at 12:00 Noon (IST)** at the registered Office of the Company situated at **5th Floor, Asarfi Hospital, Baramuri, Bishunpur Polytechnic, Dhanbad-828130, Jharkhand, India**

Subject: Scrutinizer's Report on voting through remote e-voting and voting at the venue of the 18th Annual General Meeting of Asarfi Hospital Limited held on 15th September, 2023 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 19/08/2023 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 18th Annual General Meeting of the Company held on **15th September, 2023** at 12:00 Noon (IST) on the below mentioned resolutions, 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).



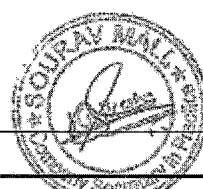
b.	The said Notice and Annual Report 2022-23 was also placed on the website of the Company at: http://asarfi.in/investors/annual-reports/pdf/Annual-Report2022-23.pdf and on the website of the Stock Exchanges, i.e., BSE Limited, respectively; and on the website of CDSL, being the agency appointed by the Company to provide to its equity shareholders facility to exercise their right to vote on the resolutions 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 Friday, September 8, 2023 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the AGM.
d.	The remote e-voting period commenced on Tuesday, September 12, 2023 at 09:00 A.M. and ended on Thursday 14th September, 2023 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 15th September, 2023 at 02:22 P.M, the portal was blocked for voting.
h.	The Company provided voting facility through Insta Poll to members attending the AGM 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 AGM, 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 15th September, 2023.
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 AGM by the shareholders on the resolutions set out in the Notice of the 18th Annual 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 resolutions.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No.	Resolutions	Nature of Business
	Ordinary Business:	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31.03.2023 together with the Reports of the Board of Directors and the Auditors thereon.	Ordinary



2.	To appoint a director in place of Mrs. Madhuri Singh (DIN: 06562038), who retires by rotation and being eligible, offers herself for re-appointment.	Ordinary
3.	Appointment of M/S. R. K. Thakkar & Co., Chartered Accountants (FRN– 002690C) as statutory auditors of the company to fill the Casual Vacancy in place Of M/S. D. N. Dokania & Associates Chartered Accountants (FRN -050042C).	Ordinary
Special Business:		
4.	Regularisation of Additional Director, Mr. Gopal Singh (DIN- 01608342) by appointing him as director of the company.	Special
5.	To Increase the Remuneration of Managing Director Mr. Udai Pratap Singh (DIN-08453794).	Special
6.	To Increase the Remuneration of CFO Mr. Harendra Singh (PAN- BANPS9243R).	Special

On the conclusion of the Annual 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 Annual 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

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31/03/2023 together with the Reports of the Board of Directors and the Auditors thereon. **(Ordinary Business):**

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	11	1080720	20	12452480	97.41
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	11	1080720	20	12452480	97.41
Abstain / Invalid	0	0	1	331500	1	331500	02.59

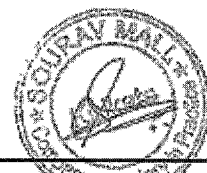
Item No. 2

To appoint a director in place of Mrs. Madhuri Singh (DIN: 06562038), who retires by rotation and being eligible, offers herself for re-appointment. **(Ordinary Business):**

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	12	1412220	21	12783980	100.00
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	12	1412220	21	12783980	100.00
Abstain / Invalid	0	0	0	0	0	0	00.00

Item No. 3

Appointment of M/S. R. K. Thakkar & Co., Chartered Accountants (FRN– 002690C) as statutory auditors of the company to fill the Casual Vacancy in place Of M/S. D. N. Dokania & Associates Chartered Accountants (FRN -050042C). **(Ordinary Business):**



Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	12	1412220	21	12783980	100.00
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	12	1412220	21	12783980	100.00
Abstain / Invalid	0	0	0	0	0	0	00.00

Item No. 4

Regularisation of Additional Director Mr. Gopal Singh (DIN- 01608342) by appointing him as director of the company. (Special Business):

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	12	1412220	21	12783980	100.00
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	12	1412220	21	12783980	100.00
Abstain / Invalid	0	0	0	0	0	0	00.00

Item No. 5

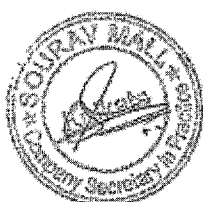
To Increase the Remuneration of Managing Director Mr. Udai Pratap Singh (DIN- 08453794).(Special Business):

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	12	1412220	21	12783980	100.00
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	12	1412220	21	12783980	100.00
Abstain / Invalid	0	0	0	0	0	0	00.00

Item No. 6

To Increase the Remuneration of CFO Mr. Harendra Singh (PAN- BANPS9243R). (Special Business):

Particulars	Remote E-Voting		Venue Voting		Total		Percentage (%)
	No.	Votes	No.	Votes	No.	Votes	
Assent	9	11371760	12	1412220	21	12783980	100.00
Dissent	0	0	0	0	0	0	00.00
Total	9	11371760	12	1412220	21	12783980	100.00
Abstain / Invalid	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:

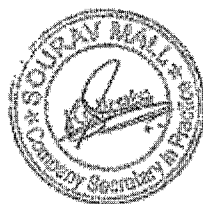
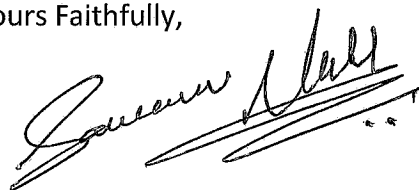
REMOTE E-VOTING & VENUE VOTING						
Resolution S. No.	No of Votes Castes in Favour	No of Votes Castes in Against	Total Valid Votes	Assent (%)	Dissent (%)	Passed with requisite majority/Not Passed
1	12452480	0	12452480	97.41	00.00	Passed
2	12783980	0	12783980	100.00	00.00	Passed
3	12783980	0	12783980	100.00	00.00	Passed
4	12783980	0	12783980	100.00	00.00	Passed
5	12783980	0	12783980	100.00	00.00	Passed
6	12783980	0	12783980	100.00	00.00	Passed

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of resolutions in S. No. 1 to 6, I hereby report that the above resolutions 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.

Thanking You.

Yours Faithfully,



CS Sourav Mall
Company Secretary in Practice
M. No. A67274
CP No. 25139

Place: Kolkata

Date: 16/09/2023

UDIN: A067274E001022701

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 14th September, 2023.

Raunak Sharma

Raunak Sharma

Near Homeopathy College, Ismile More
Asansol-713301, West Bengal

Chandan Yadav

Chandan Yadav

148, C Road, Salkia
Howrah-711106, West Bengal