



R.Ponnamikandan
Company Secretary

Thanking you,
Yours truly
For Koval Medical Center and Hospital Limited

Kindly take this intimation on your record.

Pursuant to Regulation 30 of SIBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we enclose herewith a copy of the proceedings of Postal Ballot of the Company.

Ref - Security ID: KOVAL, Security Code: 523323

Subject - Minutes of Resolution(s) passed by way of Postal Ballot through remote e-voting process.

Dear Sir,

Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring Road
Building, P.J.Towers Dalal Street, Fort
Mumbai - 400 001

Ref: KMC/HS/C/SI/2023-24/2087

22.01.2024



The Board of Directors of the Company ("Board") through a circular resolution dated 17th November, 2023 approved the proposal to conduct a postal ballot ("Postal Ballot") by remote e-voting process ("Remote E-voting") pursuant to Section 10 of the Companies Act, 2013 ("Act"), Rule 20 and Rule 22 of the Companies (Management and Administration Rules), 2014 read with the General Circulars No. 14/2020 dated April 8, 2020, No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, No. 33/2020 dated September 28, 2020, No. 39/2020 dated December 31, 2020 read with other relevant circulars, including General Circulars No. 10/2021 dated June 23, 2021, No. 20/2021 dated December 8, 2021 and No. 3/2022 dated May 5, 2022 issued by the Ministry (hereinafter collectively referred to as "MCA Circulars") to seek approval of members for the special resolution:

1. For the appointment of Mr. M. Rathinam (DIN:10391134), as an Independent Non-Executive Director of the Company, in terms of Section 149 (4) of the Companies Act, 2013.

Pursuant to the relevant provisions of the Act referred herein, the following actions were conducted in terms of the approval of the Board.

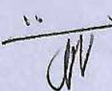
Dr. V. Madhusudhanan, Practising Company Secretary (Membership No. FCS 5367; CP 4408) or failing him Dr. K. S. Ravichandran, Practising Company Secretary (Membership No. FCS 3675; CP 2160) Partners of M/s KSR & Co Company Secretaries LLP, Coimbatore were appointed as scrutineer for conducting the Postal Ballot through remote e-voting in a fair and transparent manner.

The Company availed the services of National Securities Depository Limited ("NSDL") for providing Remote E-voting facility to the Members;

A newspaper advertisement as required under the Act and the MCA Circulars was published on 05th December, 2023 in English and Tamil editions of "Trinity Mirror" and "Makkalkural", respectively;

The Remote E-voting period commenced at 07.12.2023 (9.00 AM-IST) and concluded on 05.01.2024, (5.00 PM-IST).

Pursuant to the MCA Circulars, the Company completed circulation of Notice along with explanatory statement via electronic mode on 04th December, 2023 to those members whose name(s) appeared on the Register of Members/ List of beneficiaries as on 01st December, 2023 (cut-off date) and whose e-mail address were registered with the Company/ Depository Participant/ Registrar and Share Transfer Agent of the Company.

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The register in accordance with the Act was maintained electronically to record the assent or dissent received.

Based on the Scrutinizer's Report dated 05th January, 2024, Special resolution as set out in the Notice of the Postal Ballot dated 05th December, 2023 was passed with the requisite majority.

The summarized details of text of the Special resolution passed and details of voting as per Scrutinizer's report are as under:

1. To approve the appointment of Mr. M Rathinasamy(DIN:10391134), as an Independent Director of the Company, in terms of Section 149 of the Companies Act, 2013

RESOLUTION 11A1 pursuant to the provisions of Sections 149, 150, 152, 160(1), Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with the Rules framed thereunder, applicable provisions of SEBI Listing (Obligations and Disclosure Requirements) Regulations, 2015, ("LODR Regulations") (including any amendments and statutory modifications thereof for the time being in force), the Articles of Association of the Company, and recommendation of the Nomination and Remuneration Committee of the Board of Directors, Mr. M.Rathinasamy (DIN:10391134), who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 161(b) of the SEBI LODR Regulations and in respect of whom the Company has received a notice in writing from a member under Section 160(1) of the Act, he and is hereby appointed as an Independent Director of the Company for a period of five consecutive years with effect from 10.01.2024 and till 09.01.2029, and that he is not liable to retire by rotation."

VOTING RESULTS

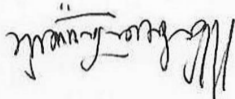
Category	Made of voting shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour	% of votes against
		(1)	(3)=[2]/(1)*100	(4)	(5)	(6)=[4]/(2)*100	(7)=[5]/(2)*100
Promoter and Promoter (Group applicable)							
Postal Ballot	6175135						
E-Voting		6171701	99.9444	6171701	0	100.0000	0.0000
Total	6175135	6171701	99.9444	6171701	0	100.0000	0.0000

MINUTES SHEET

E-Voting	Poll	Postal	Ballot (if applicable)	Public Institutions		Total
				Non-Public	Total	
				4767127	4767127	10942262
299633	6.2854	298932	701	99.7660	0.2340	6471334
						59.1407
						6470633
						701
						99.9892
						0.0108

The resolution was passed as special resolution with requisite majority.

CHAIRMAN



PLACE COMBATORE

DATE OF ENTRY: 18.01.2024

DATE OF SIGNATURE: 18.01.2024

COMPANY SECRETARY



DATE: 18.01.2024

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