

Date: 05/08/2023.

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai - 400 001 Script Code : 539872	National Stock Exchange of India Limited 5th Floor, Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai-400051 Script Code : BAJAJHCARE
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Sub : Submission of Postal ballot result

In furtherance to our communication dated 6th July, 2023 with respect to the Postal Ballot Notice dated 28th June, 2023 for seeking the consent of the members for following business, by way of special resolution:

1. Appointment of M/s. Walker Chandiook & Co LLP Chartered Accountant (ICAI Firm Regn No. 001076N/N500013), as Statutory Auditor to fill the casual vacancy.
2. Appointment of Mr. Sandeep Shah (DIN: 06402659) as an Independent Director for a term of 5 years.
3. Approval sought under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking/ Unit(s) of the company.

In connection with the above, we would like to inform you that Resolution No. 1 to 3 mentioned in the Postal Ballot notice were passed by the members of the Company by requisite majority. The approval is deemed to have been received on the last date of e-voting, i.e. Saturday, 05th August, 2023.

Please find enclosed herewith voting results pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with scrutinizer report.

Kindly take the above information on record.

Thanking you,

Yours sincerely,

**For and on behalf of Board of Directors
of Bajaj Healthcare Limited**

Mr. Aakashkumar Kesari
Company Secretary
Encl: a/a

BAJAJ HEALTHCARE LIMITED

POSTAL BALLOT VOTING RESULTS

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of the postal ballot	Postal ballot Notice dated 28 th June, 2023 (Voting Starts on 07 th July, 2023 at 10.00 am and ended on 05 th August, 2023 at 05.00 pm)
Total No. of shareholders on record date	27749
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public	Not Applicable

Bajaj Healthcare Limited

Resolution Required : (Ordinary)		1 - Appointment of Ms. Walker Chandio & Co. LLP Chartered Accountant ICAI Firm Regn No. 001076N/N500013 as Statutory Auditor to fill the casual vacancy						
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	18624867	17060000	91.5980	17060000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17060000	91.5980	17060000	0	100.0000	0.0000
Public Institutions	E-Voting	286166	87	0.0304	87	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		87	0.0304	87	0	100.0000	0.0000
Public Non Institutions	E-Voting	8687367	2976154	34.2584	2975908	246	99.9917	0.0083
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2976154	34.2584	2975908	246	99.9917	0.0083
Total		27598400	20036241	72.5993	20035995	246	99.9988	0.0012

Bajaj Healthcare Limited

Resolution Required : (Special)		2 - Appointment of Mr. Sandeep Shah as an Independent Director for a term of 5 years.						
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	18624867	17060000	91.5980	17060000	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		17060000	91.5980	17060000	0	100.0000	0.0000
Public Institutions	E-Voting	286166	87	0.0304	87	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		87	0.0304	87	0	100.0000	0.0000
Public Non Institutions	E-Voting	8687367	2976154	34.2584	2975738	416	99.9860	0.0140
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2976154	34.2584	2975738	416	99.9860	0.0140
Total		27598400	20036241	72.5993	20035825	416	99.9979	0.0021

Bajaj Healthcare Limited

Resolution Required : (Special)		3 - Approval sought under Section 180(1)(a) of the Companies Act, 2013 to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking/ Unit(s) of the company.						
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	18624867	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Institutions	E-Voting	286166	87	0.0304	87	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		87	0.0304	87	0	100.0000	0.0000
Public Non Institutions	E-Voting	8687367	2952154	99.9839	2951680	474	0.0161	0.0159
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		2952154	10.6971	2951680	474	99.9841	0.0159
Total		27598400	2952241	10.7841	2951767	474	99.9841	0.0159

Haresh Sanghvi
Practicing Company Secretary

To,
The Chairman
BAJAJ HEALTHCARE LIMITED
602-606, Bhoomi Velocity Infotech Park,
Plot No. B-39, B-39A, B-39 A/1, Rd No 23,
Wagle Ind. Estate, Thane (West), Thane - 400604

Dear Sir,

Re: Scrutinizer's Report on voting through Postal Ballot

I, Haresh Sanghvi, Company Secretary in whole-time practice, have been appointed by the Board of Directors of **Bajaj Healthcare Limited** ("the Company") on 28th June, 2023 as a Scrutinizer under the provisions of section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the electronic voting process ("e-Voting") on the resolutions as set out in the Notice of the Postal Ballot dated 28th June, 2023 ("Postal Ballot Notice").

I submit my report as under:

The Company had appointed Central Depository Services Limited ("CDSL") as a service provider for extending the facility of e-Voting to the shareholders of the Company. The e-Voting period commenced on Friday, 7th July, 2023 at 10.00 a.m. (IST) and ended on Saturday, 5th August, 2023, at 5.00 p.m. (IST). At the end of the e-Voting period on Saturday, 5th August, 2023 at 5.00 p.m. (IST), the voting portal of CDSL was blocked forthwith.

1. The cut-off date for the purpose of identifying the members who are entitled to vote on the resolutions placed for approval, was Friday, 30th June, 2023, and as on that date there were 27,749 members of the Company.

The Company had sent the Postal Ballot Notice and detailed procedure of e-voting by e-mail on 6th July, 2023 as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014 and in compliance with General Circular Nos. 14/2020 dated 8th April 2020, 17/2020 dated 13th April 2020, 22/2020 dated 15th June 2020, 33/2020 dated 28th September 2020, 39/2020 dated 31st December 2020, 10/2021 dated 23rd June 2021, 20/2021 dated 8th December, 2021, and 3/2022 dated 5th May, 2022 and 11/2022 dated December 28, 2022 (the "MCA Circulars") in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India.

2. The results of e-Voting along with the list of shareholders who voted "For" and "Against" the below resolutions were downloaded from the e-Voting website of CDSL.



A-6, Mazdock, 74/6, J P Road, Seven Bungalows, Andheri (W), Mumbai- 400061
M : 9920124310 email: hpsanghvic@gmail.com

3. The summary of votes casted by e-Voting is as under:

RESOLUTION NO. 1– ORDINARY RESOLUTION

Appointment of M/s. Walker Chandiook & Co LLP, Chartered, as Statutory Auditor to fill the casual vacancy caused by resignation of M/s. Chaturvedi & Agrawal, Chartered Accountants (ICAI Regn No. 101717W)

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

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
121	20035995	99.9988

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
6	246	0.0012

(iii) **Invalid** votes/**Abstained** from voting:

Total number of members whose votes were invalid, if any or who abstained from voting	Total number of votes cast by them
-	-

RESOLUTION NO. 2– SPECIAL RESOLUTION

Appointment of Mr. Sandeep Shah (DIN: 06402659) as an Independent Director for a term of 5 years

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

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
116	20035825	99.9979

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
11	416	0.0021



(iii) **Invalid votes/Abstained** from voting:

Total number of members whose votes were invalid, if any or who abstained from voting	Total number of votes cast by them
-	-

RESOLUTION NO. 3 – SPECIAL RESOLUTION

Approval sought under Section 180(1)(a) of the Companies Act, 2013

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

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
106	2951767	99.9839

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast against the resolution	% of total number of valid votes cast
12	474	0.0161

(iii) ***Invalid votes/Abstained** from voting:

Total number of members whose votes were invalid, if any or who abstained from voting	Total number of votes cast by them
9	17084000

**Such voting is categorised as “Invalid votes/Abstained from voting” in accordance with first and second proviso to Regulation 37A(1) of SEBI (LODR) Regulations, 2015, whereas, a special resolution shall be acted upon only if the votes cast by the public shareholders in favour of the resolution exceed the votes cast by such public shareholders against the resolution and no public shareholder shall vote on the resolution if he is a party, directly or indirectly, to such sale, lease or otherwise disposal of the whole or substantially the whole of the undertaking of the listed entity.*

Note: Percentage of votes cast in favour or against the resolutions, are calculated based on the valid votes cast through e-Voting.

4. The relevant records relating to e-Voting shall remain in my safe custody until the Chairman consider, approve and sign the minutes approving the resolution passed by the way of postal ballot and the same shall thereafter be handed over to the Chairman or any other person authorized by him for safe keeping.



Haresh Sanghvi
Practising Company Secretary

5. The Management of the Company is responsible to ensure the compliance with the requirements of (i) the Companies Act, 2013 and Rules thereunder and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to e-Voting for the resolutions as stated in the Postal Ballot Notice.
6. My responsibility as a scrutinizer is restricted to ensure that the voting process by e-voting is conducted in a fair and transparent manner and presenting Scrutinizer's report of the total votes cast by e-voting "in favour" or "Against" the resolutions in the Postal Ballot Notice. My report is based on the reports generated from the e-voting system provided by CDSL, an agency appointed by the Company to provide e-Voting facilities.
7. This report has been issued at the request of the Company for (i) submission to Stock Exchanges (ii) to be placed on website of the Company and (iii) on the website of CDSL. This Report is not to be used for any other purpose or to be distributed to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.



**HARESH
SANGHVI**

Digitally signed by HARESH SANGHVI
DN: cn=HARESH SANGHVI, o=HARESH SANGHVI, email=HARESH.SANGHVI@GMAIL.COM, c=IN, postalCode=400001, serialNumber=64333330116606196211acc
64487, 2.5.4.20=040e1661a11760b296f631296579
44408c7342391a2e9f13e23724685726,
postalCode=400001, o=HARESH SANGHVI,
serialNumber=64333330116606196211acc
64487, cn=HARESH SANGHVI
Date: 2023.08.05 18:51:18 +05'30'

HARESH SANGHVI

Practising Company Secretary

CoP No. 2259/FCS 3675

UDIN: F002259E000747773

Peer review certificate No.: 1104/2021

Place: Mumbai

Date: 5th August, 2023