



**TTK Healthcare
LIMITED**

TTKH:SEC:GJ:223:22

October 19, 2022

**BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001**

**National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra East
Mumbai 400 051**

Scrip Code: 507747

Scrip Code: TTKHLTCARE

Dear Sirs,

**Re : Minutes of the Proceedings held on 14th October, 2022 for declaration of
results of the Postal Ballot Process**

We are forwarding herewith certified true copy of the Minutes of the proceedings held on Friday, the 14th October, 2022, for declaration of results of the Postal Ballot by way of remote e-Voting process for the Ordinary Resolution deemed to have been passed by the Shareholders of the Company on Friday, the 14th October, 2022, being the last date of e-Voting, which is self-explanatory.

We request you to kindly take the above document on record.

Thanking you,

Yours faithfully
For TTK Healthcare Limited

(S KALYANARAMAN)
Wholetime Director & Secretary

Encl: a/a



MINUTES OF THE PROCEEDINGS HELD ON FRIDAY, THE 14TH OCTOBER, 2022, FOR DECLARATION OF RESULTS OF THE POSTAL BALLOT BY WAY OF REMOTE e-VOTING PROCESS FOR THE ORDINARY RESOLUTION DEEMED TO HAVE BEEN PASSED BY THE SHAREHOLDERS OF THE COMPANY ON FRIDAY, THE 14TH OCTOBER, 2022, BEING THE LAST DATE OF e-VOTING

The Board of Directors, in their meeting held on 9th September, 2022, based on the recommendation of the Nomination and Remuneration Committee, appointed Dr T T Mukund (DIN: 07193370) as an Additional Director (under Promoter / Non-Executive / Non-Independent category), with effect from 9th September, 2022.

Further, the Board of Directors at that meeting accorded its approval for conducting the Postal Ballot process through remote e-Voting system for seeking the consent of the Shareholders for the appointment of Dr T T Mukund (DIN: 07193370) as a Director (under Promoter / Non-Executive / Non-Independent category) of the Company, with effect from 9th September, 2022, liable to retire by rotation.

Accordingly, pursuant to the provisions of Section 108 and Section 110 of the Companies Act, 2013 (the "Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 ("Rules"), Secretarial Standards-2 on General Meetings (the "SS-2"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the "Listing Regulations") including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for the time being in force, guidelines prescribed by the Ministry of Corporate Affairs (the "MCA"), for holding general meetings/conducting postal ballot process through e-Voting vide General Circular bearing 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, 21/2021 dated 14th December, 2021 and 2/2022 dated 5th May, 2022 (collectively "MCA Circulars"), the Postal Ballot Notice dated 9th September, 2022, were sent to the Shareholders of the Company by way of e-mail on 13th September, 2022 for obtaining their consent, through Postal Ballot by way of remote e-Voting only for the following item of the Special Business:

Item No.	Particulars of the Resolution	Resolution Type
1.	Appointment of Dr T T Mukund (DIN: 07193370) as a Director (under Promoter / Non-Executive / Non-Independent category) of the Company, with effect from 9th September, 2022, liable to retire by rotation	Ordinary Resolution

The Board of Directors in their meeting held on 9th September, 2022 approved the said Notice and also appointed M/s A K Jain & Associates, Practising Company Secretaries, represented by its Partners – Mr Balu Sridhar failing him Mr Pankaj Mehta, as Scrutinizer for conducting the Postal Ballot process through remote e-Voting, in a fair and transparent manner.

As per the provisions of the Companies Act, 2013 and the Rules made thereunder, the Company provided the e-Voting facility to its Members to exercise their votes electronically, by way of remote e-Voting through Central Depository Services (India) Limited (CDSL), in respect of the business transacted through Postal Ballot process. The e-Voting portal of CDSL for voting purpose was remained open from 9.30 a.m., on Thursday, the 15th September, 2022 to 5.00 p.m., on Friday, the 14th October, 2022 and thereafter, the same was disabled.

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[Handwritten Signature]



The Scrutinizer after carrying out the scrutiny of the results of the e-Voting (upto 5.00 p.m., on Friday, the 14th October, 2022), submitted the Scrutinizer Report of the Postal Ballot conducted by way of remote e-Voting on 14th October, 2022 and the said Report was taken on record.

Based on the Scrutinizer's Report, Mr T T Raghunathan, Executive Chairman announced the Results of the remote e-Voting, as under:

ITEM NO.1 – ORDINARY RESOLUTION:

Appointment of Dr T T Mukund (DIN: 07193370) as a Director (under Promoter / Non-Executive / Non-Independent category) of the Company, with effect from 9th September, 2022, liable to retire by rotation

Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Appointment of Dr T T Mukund (DIN: 07193370) as a Director (under Promoter / Non-Executive / Non-Independent category) of the Company, with effect from 9 th September, 2022, liable to retire by rotation.			
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
Promoter and Promoter Group	E-Voting		1,05,21,744	99.8662	1,05,21,744	0	100.0000	0.0000
	Postal Ballot (if applicable)	1,05,35,840						
	Total	1,05,35,840	1,05,21,744	99.8662	1,05,21,744	0	100.0000	0.0000
Public-Institutions	E-Voting		6,48,327	97.8216	6,38,978	9,349	98.5580	1.4420
	Postal Ballot (if applicable)	6,62,765						
	Total	6,62,765	6,48,327	97.8216	6,38,978	9,349	98.5580	1.4420
Public-Non-Institutions	E-Voting		8,56,018	29.1984	8,55,727	291	99.9660	0.0340
	Postal Ballot (if applicable)	29,31,728						
	Total	29,31,728	8,56,018	29.1984	8,55,727	291	99.9660	0.0340
Total		1,41,30,333	1,20,26,089	85.1083	1,20,16,449	9,640	99.9198	0.0802
Whether resolution is Pass or Not.					Yes			
Disclosure of notes on resolution					The resolution was carried by requisite majority.			
Details of Invalid Votes								
Category					No. of Votes			
Promoter and Promoter Group					0			
Public – Institutions					0			
Public – Non-Institutions					9,582*			
*A Private Limited Co. holding 9,582 Equity Shares under the category Public-Non-Institutions has not uploaded the Board Resolution. Therefore, the said votes are considered as invalid.								

The Executive Chairman then declared that the following **Ordinary Resolution**, as set out in the Postal Ballot Notice dated 9th September, 2022 was passed by **Requisite Majority**:

“RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder [including any statutory modification(s) or re-enactment(s) thereof for the time being in force], Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Dr T T Mukund (DIN: 07193370), who was appointed as an Additional Director (under Promoter / Non-Executive / Non-Independent category) by the Board of Directors, based on the recommendations of the Nomination and Remuneration Committee, with effect from 9th September, 2022, pursuant to the provisions of Section 161 of the Companies Act, 2013 and the Rules made thereunder and in respect of whom the Company has received a Notice in writing under Section 160 of the Companies Act, 2013, from a Member

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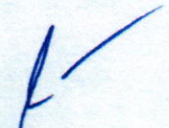


proposing his candidature for the office of Director, be and is hereby appointed as a Director (under Promoter / Non-Executive / Non-Independent category) of the Company, with effect from 9th September, 2022, liable to retire by rotation".

The Executive Chairman then directed the Company Secretary to-

- (i) intimate the results to and file necessary reports with BSE Ltd. (BSE) / National Stock Exchange of India Limited (NSE) / Central Depository Services (India) Ltd. (CDSL);
- (ii) file necessary e-Forms with the Registrar of Companies (ROC); and
- (iii) arrange for the publication of the results on the Company's Website.

Place : Chennai
Date : October 14, 2022



T T RAGHUNATHAN
Executive Chairman

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