



AHCL/ SE/ 44/2023-24

December 28, 2023

The National Stock Exchange of India Limited "Exchange Plaza", C-1, Block G Bandra-Kurla Complex, Bandra (E) Mumbai 400 051 ISIN: INE098F01031	BSE Limited Department of Corporate Services 1 st Floor, P.J. Towers, Dalal Street, Mumbai 400 001
Symbol : AMRUTANJAN	Scrip Code: 590006

Dear Sir/ Madam,

Sub: Result of Postal Ballot and E-voting - Scrutinizer Report

Ref.: Letter No. AHCL/ SE/ 43/2023-24 dated November 27, 2023.

With reference to our above letter dated November 27, 2023 enclosing copy of the Notice of Postal Ballot seeking approval of the Members of the Company for Re-appointment of Mr. S Sambhu Prasad (DIN: 00015729) as Chairman & Managing Director of the Company and fixation of his remuneration, we hereby enclose the following:

1. Report of Scrutinizer dated December 28, 2023

The resolution as set out in the notice have been approved with requisite majority by the members and passed on December 27, 2023, which is the last date of Remote E-Voting.

The same shall also be made available on the Company's website at www.amrutanjan.com

Thanking You,

Yours faithfully

For **Amrutanjan Health Care Limited**

(M SRINIVASAN)
Company Secretary & Compliance Officer

Amrutanjan Health Care Limited

103, (Old No. 42-45), Luz Church Road,
Mylapore, Chennai - 600 004
Tamil Nadu, India.
Tel : +91-44 - 2499 4465
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Fax : +91-44 - 2499 4585

E-mail : customercare@amrutanjan.com
Web Site : www.amrutanjan.com
Toll Free No. : 1 - 800 - 425 - 4545
CIN - L24231TN1936PLC000017



**REPORT OF THE SCRUTINIZER ON THE REMOTE E-VOTING (POSTAL BALLOT)
BY THE SHAREHOLDERS OF AMRUTANJAN HEALTH CARE LIMITED**

*(Pursuant to Section 110 of the Companies Act, 2013 and Rule 20 and Rule 22 of the
Companies (Management and Administration) Rules, 2014, as amended)*

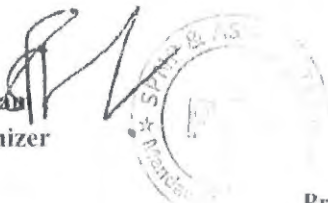
To
Mr. S. Muralidharan
Director
AMRUTANJAN HEALTH CARE LIMITED
NO.103,(OLD No.42-45) Luz Church Road,
Mylapore, Chennai, Tamil Nadu, India, 600004

Dear Sir,

Sub: Report of Scrutinizer pursuant to passing of resolution through (postal ballot) remote e-voting –reg.

I, P. Sriram, Practicing Company Secretary, (Membership No. FCS 4862 and Certificate of Practice No. 3310). Partner of SPNP & Associates, Practicing Company Secretaries, was appointed by the Board of Directors of Amrutanjan Health Care Limited, CIN: L24231TN1936PLC000017 (hereinafter referred as "the Company") as Scrutinizer for the purpose of scrutinizing the voting by postal ballot through remote e-voting and ascertaining the requisite majority on voting carried out in respect of the resolution as circulated in the Postal Ballot Notice dated November 10, 2023 pursuant to Section 108 and 110 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act') read with Rule 20 & Rule 22 of the Companies (Management and Administration) Rules, 2014, Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and the relaxations and clarifications issued by Ministry of Corporate Affairs ("MCA") vide General Circulars Nos. 09/2023 dated September 25, 2023, 11/2022 dated December 28, 2022, 03/2022 dated May 5, 2022, (In continuation of circular numbers 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, and 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 20/2021 dated December 08, 2021 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as 'the MCA Circulars') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (in continuation of Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020) issued under Regulation 101 ("SEBI Circulars"), Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations');

P. Sriram
Scrutinizer



SPNP & Associates
Practising Company Secretaries

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spnpassociates@gmail.com # Phone: 044 42153510, 43201250, Mobile: 9566033011.

S. Muralidharan
S. Muralidharan
Director





I. Re-appointment of Mr. S Sambhu Prasad (DIN: 00015729) as Chairman & Managing Director of the Company and fixation of his remuneration by means of Ordinary Resolution as set out hereunder.

As per the guidelines prescribed by the MCA Circulars, physical copy of the Notice, Postal Ballot Form and pre-paid business reply envelope were not being sent to the Members for this Postal Ballot and the approval of the shareholders was sought only by means of remote e- voting.

In accordance with the MCA Circulars and SEBI Listing Regulations, the Company had made necessary arrangements with Central Depository Services (India) Limited (CDSL), the E-Voting Service provider for providing a system of recording votes of the shareholders electronically through remote e-voting and also organised through Cameo Corporate Services Limited, its Registrar and Share Transfer Agent (herein after referred as "RTA") to setup the e-voting facility on the CDSL e-voting platform available on its website: www.evotingindia.com

The Postal Ballot Notice was sent to the Members whose names appear in the Register of Members/List of Beneficial Owners received from National Securities Depository Limited ('NSDL') and Central Depository Services (India) Limited (CDSL) ('Depositories') as at the close of business hours on, Thursday, November 23, 2023 ('Cut-off Date') whose e-mail addresses are registered with the RTA/ Company/Depositories Members were given option to update their mail id and phone number by visiting the website of RTA at www.cameoindia.com.

The Company through its RTA uploaded the resolution together with explanatory statement on which e-voting was sought from the shareholders and for generating Electronic Voting Sequence Number (EVSN) by the system provider, and also hosted the same in the website of the Company and CDSL.

<https://www.amrutanjan.com/postal.html>

www.evotingindia.com

FURTHER, I REPORT THAT:

The company had 72,417 shareholders as on November 23, 2023 (Cut-off date).

The Postal Ballot Notice dated November 10, 2023 were sent to the said shareholders vide electronic mode to their email addresses registered with the Depository participant/Company Registrar and Share Transfer Agent (RTA), as per the data downloaded from the Central Depository Services (India) Limited and National Securities Depositories Limited as on November 23, 2023 (Cut-off date). The Company had completed dispatch of Postal Ballot Notice through email on Monday, November 27, 2023.

P. Sriram
Scrutinizer



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S. Muralidharan
Director





The remote e-voting period commenced on Tuesday, November 28, 2023 at 09.00 AM IST and closed on Wednesday, December 27, 2023 at 5.00 P.M. (IST). The remote e-voting module was disabled by CDSL for voting thereafter. All votes cast by e-voting through CDSL received upto Wednesday, December 27, 2023 at 5.00 P.M. being last date fixed by the Company for exercise of vote by electronic means, were considered for scrutiny.

After closure of the remote e-voting period the votes casted through remote e-voting were unblocked by me in the presence of Mr. Ananthu and Mr. Prakhar who were not employees of the Company.

On scrutiny, I report that 300 Shareholders had exercised their vote through electronic voting (e-voting) and there were no invalid votes casted. The voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members as on Thursday November 23, 2023 (Cut-off date).

The results of Remote e-voting are as under:

SPECIAL BUSINESS:

Item No.1:

ORDINARY RESOLUTION:

Re-appointment of Mr. S Sambhu Prasad (DIN: 00015729) as Chairman & Managing Director of the Company and fixation of his remuneration.

“RESOLVED THAT in accordance with the provisions of Section 2(54), 196, 197 and 203 of the Companies Act, 2013 (the “Act”) read with Schedule V and all other applicable provisions of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) (“the Rules”) and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other provisions to the extent applicable, pursuant to Article 86 of the Articles of Association of the Company, as recommended and approved by the Nomination and Remuneration Committee of the Board of Directors of the Company at its meeting held on 9th November 2023 and by the Board of Directors of the Company at its meeting held on 10th November 2023, approval of the members of the Company be and is hereby accorded for re-appointment of Mr. S. Sambhu Prasad (DIN : 00015729) as the ‘Chairman & Managing Director’ of the Company for a further period of five years from 1st April, 2024 to 31st March, 2029 which appointment shall not be subject to retirement by rotation”;

P. Sriram
Scrutinizer



SPNP & Associates

Practising Company Secretaries

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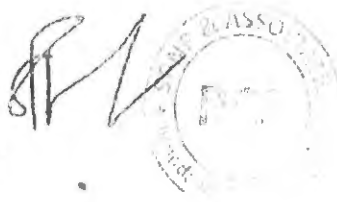
S. Muralidharan
Director



RESOLVED FURTHER THAT in accordance with the provisions of Section 196, 197 & 198 of the Companies Act, 2013 read with Schedule V and all other applicable provisions of the Act, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to Article 87 of the Articles of Association of the Company, approval of the members of the Company be and is hereby accorded for payment of remuneration to Mr. S. Sambhu Prasad (DIN : 00015729) by way of salary, allowances, commission, incentives and perquisites as specified below for the period from 1 st April, 2024 to 31st March, 2029:

- a. Basic Salary: Rs. 7,75,000/- per month.
- b. Commission: Commission based on Net Profits of the Company in a particular year up to a maximum of 3% in addition to basic salary and perquisites.
- c. Perquisites:
 - I. Contribution to Provident Fund, Super Annuation Fund, National Pension Scheme, Gratuity, etc., as per rules of the Fund/Scheme in force from time to time;
 - II. House Rent Allowance (HRA) of Rs. 60,000/- per month. Explanation: The expenditure incurred by the Company on gas, electricity, water, maintenance and furnishings shall be valued and paid at actual.
 - III. Medical Allowance : The company shall pay one month basic salary annually as per the Company's Rules/Policy
 - IV. Leave Travel Concession: Entitled to claim every year one month basic salary in accordance with the Rules/Policy of the company for self and family.
 - V. Club Fees: Annual subscription, utility & usage bills for maximum of three clubs. This will include admission and life membership fee.
 - VI. Personal Accident Insurance Policy with Annual Premium upto Rs. 10,000/-
 - VII. Mediclaim Insurance Scheme: The Appointee and his family shall be covered as per the Rules/Policy of the Company.

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Scrutinizer



S. Muralidharan
Director



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- VIII. Encashment of leave as per the rules/policy of the Company but not exceeding one month's leave for every twelve months of service.
- IX. Chauffeur driven Company maintained car with fuel.
- X. 2 Security Guards at Residence at actual
- XI. Telephone & Internet connection at Residence & usage at actual

The perquisites, whatever applicable, shall be valued as per the Income Tax Act, 1961 or actual expenditure incurred by the company in providing the benefits or generally accepted practice as is relevant. Provision of mobile or landline telephone (including at residence) shall not be reckoned as perquisite.

Such other benefits in accordance with the schemes and rules applicable to the employees of the Company from time to time and as approved by the Board.

The aggregate remuneration (including salary, commission, incentives & perquisites) for any financial year shall be subject to an overall ceiling of 5% of the net profits of the Company for that financial year computed in a manner prescribed under the Companies Act, 2013.

Mr. S. Sambhu Prasad will not be entitled to any sitting fee for attending meetings of the Board or of any Committee thereof. Mr. S. Sambhu Prasad will be subject to all other service conditions as applicable to any other employee of the Company.

"RESOLVED FURTHER THAT notwithstanding anything contained above, in the event of there being inadequacy or absence of profits in any financial year during the tenure of Mr. S. Sambhu Prasad, he will be paid remuneration as may be determined by the Board which shall not, except with the approval of the shareholders, exceed the limits prescribed under the Companies Act, 2013 and Rules made thereunder or any statutory modification or re-enactment thereof

"RESOLVED FURTHER THAT the Board of Directors of the Company or its duly authorised Committee for the time being exercising the power conferred on the board by this resolution ("the Committee"), be and is hereby authorized and empowered to increase, vary or alter the salary or commission or perquisites including the monetary value thereof as specified above or incentives on

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revenue growth to the extent the Board of Directors/the Committee may consider appropriate in accordance with the relevant provisions of the Companies Act 2013 / Income Tax Act 1961, the rules and regulations made thereunder including any re-enactments thereof and further authorised to do all such acts, deeds, matters and things as may be considered necessary”

Details	No. of Shareholders	No. of votes	Percentage (%)
Total Postal Ballot Received by:			
Electronic Mode	300	1,72,56,681	100 %
Physical Mode	NA	NA	NA
NET VALID POSTAL BALLOT IN PHYSICAL & ELECTRONIC MODE	300	1,72,56,681	100%
Postal Ballot with “ASSENT” as ORDINARY RESOLUTION			
In Electronic Mode	274	1,72,54,507	99.99 %
In Physical Mode	NA	NA	NA
Total Postal Ballot with “ASSENT” in Physical & Electronic Mode	274	1,72,54,507	99.99 %
Postal Ballot with “DISSENT” as ORDINARY RESOLUTION			
In Electronic Mode	26	2,174	0.01 %
In Physical Mode	NA	NA	NA
Total Postal Ballot with “DISSENT” in Physical & Electronic Mode	26	2,174	0.01 %

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Scrutinizer

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RESULT OF THE REMOTE E-VOTING:

Based on the aforesaid results, I report that the Ordinary Resolution as contained in the Item No. 1 of the Postal ballot notice dated 10th November 2023, has been passed with requisite majority.

The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to the Director authorised by the Board/Company Secretary, for preserving safely, after the authorized person by the Board i.e., Mr. S Muralidharan (Director) considers, approves, and signs the minutes of the meeting.

For SPNP & Associates

(P. Sriram)
Practicing Company Secretary
Certificate of Practice No:3310
Membership No: FCS 4862
Peer Review No. 1913/2022
UDIN: F004862E003053061

S Muralidharan
Director
Din: 09198315



Date : 28.12.2023
Place: Chennai