

**Date: March 3, 2022**

**Place: Chennai**

To,  
The Manager  
Listing Department  
BSE Limited  
PhirozeJeejeebhoy Tower  
Dalal Street  
Mumbai – 400001  
Scrip Code: **543412**

To,  
The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor, Plot C/1,  
G Block, Bandra-Kurla Complex  
Mumbai – 400051.  
Scrip Code: **STARHEALTH**

**Sub: Declaration of Voting Results of the Postal Ballot along with the Scrutinizer's Report**

Dear Sir/ Madam,

This is in furtherance to the Company's letter dated January 31, 2022 regarding submission of Postal Ballot Notice dated January 25, 2022.

We wish to inform that in compliance with Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had sought the Members approval by way of special resolution through Postal Ballot E-Voting for the resolutions as mentioned in the Notice dated January 25, 2022 and the same had been approved.

In this regard, please find enclosed the following:

1. Voting Results of Postal Ballot through Remote E-voting facility as per Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Annexure A.**
2. Scrutinizer's Report dated March 3, 2022 issued by Mr.Mirza Ismail Irshad Ahmed, Practicing Company Secretary as per Section 108 , 110 of the Companies Act 2013 read with Rule 20 and 22 of Companies (Management and Administration) Rules, 2014 – **Annexure B.**

The aforementioned information is also be made available on the Company's website at [www.starhealth.in](http://www.starhealth.in)

Kindly take the same on record.

Thanking you,

**For Star Health and Allied Insurance Company Limited,**

**Jayashree Sethuraman,**  
**Company Secretary & Compliance Officer**

**ANNEXURE –A**

<b>VOTING RESULTS –POSTAL BALLOT</b>	
Name of Company	STAR HEALTH AND ALLIED INSURANCE COMPANY LIMITED
Notice dated	January 25,2022
E-voting start date:	February 2,2022
E-voting End date:	March 3,2022
Total number of shareholders on Record Date (i.e. January 28, 2022, cut- off date for voting)	180914
*No. of shareholders present in the meeting either in person or through proxy	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable
*No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not applicable
Public:	Not applicable

***\*Postal Ballot***

## Resolution 1

### To ratify the “Star Health and Allied Insurance Company Limited Employee Stock Option Scheme 2019

Resolution required: (Ordinary/ Special)			Special Resolution					
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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	338988962	337793498	99.6473	337793498	0	100.0000	0
	Total	338988962	337793498	99.6473	337793498	0	100.0000	0
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	205134872	186466085	90.8993	178751570	7714515	95.8627	4.1372
	Total	205134872	186466085	90.8993	178751570	7714515	95.8627	4.1372
Public Non Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	31398340	20009723	63.7286	20005761	3962	99.9801	0.0198
	Total	31398340	20009723	63.7286	20005761	3962	99.9801	0.0198

## Resolution 2

### To Ratify the Star Health and Allied Insurance Company Limited Employee Stock Option Plan, 2021

Resolution required: (Ordinary/ Special)			Special Resolution					
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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	338988962	337793498	99.6473	337793498	0	100.0000	0
	Total	338988962	337793498	99.6473	337793498	0	100.0000	0
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	205134872	186466085	90.8993	180461508	6004577	96.7798	3.2201
	Total	205134872	186466085	90.8993	180461508	6004577	96.7798	3.2201
Public Non Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	31398340	20009121	63.7267	20005168	3953	99.9802	0.0197
	Total	31398340	20009121	63.7267	20005168	3953	99.9802	0.0197

### Resolution 3

#### Change in designation of Chairman & CEO

Resolution required: (Ordinary/ Special)					Special Resolution			
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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	338988962	337793498	99.6473	337793498	0	100.0000	0
	Total	338988962	337793498	99.6473	337793498	0	100.0000	0
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	205134872	186466085	90.8993	186466085	0	100.0000	0
	Total	205134872	186466085	90.8993	186466085	0	100.0000	0
Public Non Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	31398340	20007099	63.7202	19980650	26449	99.8678	0.1321
	Total	31398340	20007099	63.7202	19980650	26449	99.8678	0.1321

## Resolution 4

### Approval of the right to nominate directors pursuant to the Articles of Association of the Company

Resolution required: (Ordinary/ Special)					Special Resolution			
Whether promoter/ promoter group are interested in the agenda/resolution?					Yes			
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	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	338988962	337793498	99.6473	337793498	0	100.0000	0
	Total	338988962	337793498	99.6473	337793498	0	100.0000	0
Public Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	205134872	186466085	90.8993	186466085	0	100.0000	0
	Total	205134872	186466085	90.8993	186466085	0	100.0000	0
Public Non Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Postal Ballot	31398340	20005496	63.7151	19995168	10328	99.9483	0.0516
	Total	31398340	20005496	63.7151	19995168	10328	99.9483	0.0516

## SCRUTINIZER'S REPORT

To  
The Chairman / Board of Directors,  
Star Health and Allied Insurance Company Limited  
No.1, New Tank Street, Valluvarkottam High Road,  
Nugambakkam,  
Chennai - 600034

Dear Sir,

**Sub: Report of Scrutinizer for the Postal Ballot Process vide Notice Dated 25th January, 2022 under section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 by Star Health and Allied Insurance Company Limited ('the Company')**

The Board of Directors of the Company had appointed me as a Scrutinizer for scrutinizing the postal ballot voting including e-voting process in connection with Postal Ballot conducted in terms of General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with other relevant circulars, including General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 08, 2021, issued by the Ministry of Corporate Affairs (collectively referred as "MCA Circulars") for the purpose of scrutinizing the electronic voting process through remote e-voting ("e-voting") in a fair and transparent manner in terms of the resolution of the Board of Directors of the Company dated 25<sup>th</sup> January, 2022.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013, MCA Circulars and Rules relating to e-voting on the resolutions contained in the Notice of Postal Ballot dated 25th January, 2022. Our responsibility as a scrutinizer for the voting process through e-voting is restricted to make a Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions, based on the reports generated from the e-voting system of M/s KFin Technologies Private Limited ("KFin"), the agency engaged by the Company to provide e-voting facility.

The postal ballot process was accordingly conducted and concluded as below:

- The Company on 1<sup>st</sup> February, 2022 dispatched the notice under section 110 of the Companies Act, 2013 to all the members of the Company whose names appeared on the Register of Members/ List of Beneficiaries as on 28<sup>th</sup> January, 2022.

- The Company issued an advertisement in Business Standard and Dinamani newspapers about the dispatch of Postal Ballot Notice on 31st January, 2022.
- The e-Voting process commenced on Wednesday, 2<sup>nd</sup> February, 2022 (10.00 A.M.) and was open up to the close of working hours at 5.00 P.M. on Thursday, 3<sup>rd</sup> March, 2022.
- All electronic votes received up to the close of working hours at 5.00 P.M. on 3<sup>rd</sup> March, 2022, were considered for my scrutiny.
- The votes cast by the members through electronic voting system was downloaded and collected from the website [www.evoting.kfintech.com](http://www.evoting.kfintech.com)
- A register containing the details of assent or dissent, received, mentioning the particulars of name, address, folio number / client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc. is maintained in electronic form
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot form received after due date and up to the date of this report does not arise.
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on number of envelopes containing postal ballot forms returned undelivered also does not arise.
- Since the voting on Postal Ballot Process was conducted only through e-voting, reporting on finding of defaced or mutilated ballot paper too does not arise

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and the results were as under.

#### **SUMMARY OF POSTAL BALLOT E-VOTING RESULTS: (Event ID – 6451)**

#### **Resolution 1: To Ratify the “Star Health and Allied Insurance Company Limited Employee Stock Option Scheme 2019”**

**Nature of resolution:** Special Resolution

**Voting requirement:** Votes cast in favour of resolution to be not less than three times number of votes cast against the resolution



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

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>545</i>	<i>536550829</i>	<i>98.5819</i>

(ii) *Voted against the Resolution:*

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>89</i>	<i>7718477</i>	<i>1.4181</i>

(iii) *Invalid Votes:*

<i>Total Number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<i>NIL</i>	<i>NIL</i>

**Result:** *The requisite votes in favour for passing the above resolution as Special Resolution were received*

**Resolution 2: To Ratify the Star Health and Allied Insurance Company Limited Employee Stock Option Plan, 2021**

**Nature of resolution:** Special Resolution

**Voting requirement:** Votes cast in favour of resolution to be not less than three times number of votes cast against the resolution

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

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>555</i>	<i>538260174</i>	<i>98.896</i>

(ii) *Voted against the Resolution:*

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>76</i>	<i>6008530</i>	<i>1.104</i>

(iii) *Invalid Votes:*

<i>Total Number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<i>NIL</i>	<i>NIL</i>

**Result:** *The requisite votes in favour for passing the above resolution as Special Resolution were received*

### **Resolution 3: Change in designation of Chairman & CEO**

**Nature of resolution:** Special Resolution

**Voting requirement:** Three Fourth majority

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

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>575</i>	<i>544240233</i>	<i>99.9951</i>

(ii) *Voted against the Resolution:*

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>61</i>	<i>26449</i>	<i>0.0049</i>

(iii) **Invalid Votes:**

<i>Total Number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<i>NIL</i>	<i>NIL</i>

**Result:** The requisite votes in favour for passing the above resolution as Special Resolution were received

**Resolution 4: Approval of the right to nominate directors pursuant to the Articles of Association of the Company**

**Nature of resolution:** Special Resolution

**Voting requirement:** Votes cast in favour of resolution to be not less than three times number of votes cast against the resolution

(iv) **Voted in favour of the Resolution:**

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>579</i>	<i>544254751</i>	<i>99.9981</i>

(v) **Voted against the Resolution:**

<i>Mode of Voting</i>	<i>Number of Members Voted</i>	<i>Number of votes cast by them</i>	<i>% of total number of valid votes cast</i>
<i>e-Voting</i>	<i>57</i>	<i>10328</i>	<i>0.0019</i>

(vi) **Invalid Votes:**

<i>Total Number of members whose votes were declared invalid</i>	<i>Total number of votes cast by them</i>
<i>NIL</i>	<i>NIL</i>

**Result:** The requisite votes in favour for passing the above resolution as Special Resolution were received

You may accordingly declare the result of Postal Ballot through e-voting.

The electronic data and e-voting registers shall remain in our safe custody until the Chairman considers and approves the results of the Postal Ballot conducted through e-voting.

Thanking You,

Yours truly,

**For IRSHAD AND ASSOCIATES**

**MIRZA ISMAIL IRSHAD AHMED**  
**FCS 11458**  
**COP No. 24586**  
**UDIN: F011458C002785999**

**Place: Chennai**  
**Date: 03.03.2022**