

Date of submission: 2nd May 2023

To, The Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code – 539551	To, The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 Scrip Code- NH
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Dear Sir/Madam,

Sub: Submission of Scrutinizer's Report along with Voting Results on Postal Ballot through remote e-Voting Process

In continuation of our letter dated 31st March 2023, submitting the Postal Ballot Notice under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the following-

1. Voting results as required under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. Report of Scrutinizer dated 2nd May 2023.

Based on the Scrutinizer's Report, we wish to inform you that the special resolutions mentioned in the said Postal Ballot Notice have been passed by the Members of the Company with requisite majority on 1st May 2023.

The voting result along with Scrutinizer's report will also be available on the Company's website www.narayanahealth.org.

You are requested to kindly take the above documents on record.

Thanking you

Yours faithfully
For **Narayana Hrudayalaya Limited**

Sridhar S.
Group Company Secretary, Legal & Compliance Officer

Encl: as above

Postal Ballot through e-voting of Narayana Hrudayalaya Limited -Voting Results

Record Date	24 th March 2023
Total number of shareholders on Record Date	76344
No. of shareholders present in the meeting either in person or through proxy: a. Promoters and Promoter Group b. Public	Not Applicable Not Applicable
No. of shareholders attended the meeting through Video Conferencing: a. Promoters and Promoter Group b. Public	Not Applicable Not Applicable
No. of resolution passed in the Meeting	3

Result of Postal Ballot meeting			
Sl. No.	Agenda	Resolution type	Result
1	To appoint Mr. Shankar Arunachalam (DIN:00203948) as an Independent Director of the Company.	Special	Passed with requisite majority
2	To appoint Dr. Nachiket Madhusudan Mor (DIN:00043646) as an Independent Director of the Company.	Special	Passed with requisite majority
3	To appoint Mr. Naveen Tewari (DIN: 00677638) as an Independent Director of the Company.	Special	Passed with requisite majority

Agenda-wise disclosure

SPECIAL BUSINESS

Item No. 1 - To appoint Mr. Shankar Arunachalam (DIN:00203948) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)					Special			
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	130485730	130485730	100.00	130485730	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		130485730	100.00	130485730	0	100.00	0.00

Narayana Hrudayalaya Limited

CIN: L85110KA2000PLC027497

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Corporate Office: 261/A, 2nd Floor, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Tel +91 80 7122 2636 | Fax +91 80 2783 2648 | Email: info@narayanahealth.org | www.narayanahealth.org

Appointments

186-0208-0208

Public- Institutions	E-Voting	22393594	22392915	99.99	22392915	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		22392915	99.99	22392915	0	100.00	0.00
Public- Non- Institutions	E-Voting	51481480	17785908	34.55	17774219	11689	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17785908	34.55	17774219	11689	99.93	0.07
Total		204360804	170664553	83.51	170652864	11689	99.99	0.01

Item No. 2 - To appoint Dr. Nachiket Madhusudan Mor (DIN:00043646) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)					Special			
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	130485730	130485730	100.00	130485730	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		130485730	100.00	130485730	0	100.00	0.00
Public- Institutions	E-Voting	22393594	22392915	99.99	22392915	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		22392915	99.99	22392915	0	100.00	0.00
Public- Non- Institutions	E-Voting	51481480	17784893	34.55	17773204	11689	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17784893	34.55	17773204	11689	99.93	0.07
Total		204360804	170663538	83.51	170651849	11689	99.99	0.01

Item No. 3 – To appoint Mr. Naveen Tewari (DIN: 00677638) as an Independent Director of the Company

Resolution required: (Ordinary/ Special)					Special			
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	130485730	130485730	100.00	130485730	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		130485730	100.00	130485730	0	100.00	0.00
Public-Institutions	E-Voting	22393594	22392915	99.99	22392915	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		22392915	99.99	22392915	0	100.00	0.00
Public- Non-Institutions	E-Voting	51481480	17784893	34.55	17773134	11759	99.93	0.07
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		17784893	34.55	17773134	11759	99.93	0.07
Total		204360804	170663538	83.51	170651779	11759	99.99	0.01

<p>Sudhindra K S Company Secretary</p>	<p>NO 116/6, 2nd Floor, 11th Cross, Next to Union Bank of India, Malleshwaram Bangalore 560 003 Tel : 98442-71319 Email: sudhindraksfcs@gmail.com</p>
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To
The Chairman
Narayana Hrudayalaya Limited
CIN- L85110KA2000PLC027497
No 258/A, Bommasandra Industrial Area
Anekal Taluk, Bengaluru-560099

SCRUTINIZER'S REPORT

I, Sudhindra K S, Practising Company Secretary (Membership No. FCS 7909, having my office at 116/6, 2nd Floor, 11th Cross, next to Union Bank of India, Malleshwaram, Bengaluru, Karnataka, India 560 003, have been appointed as the Scrutinizer to conduct the postal ballot through remote e-voting in respect of Special Resolutions as stated in the Notice dated March 29, 2023, issued under Section 110 and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Companies (Management and Administration) Rules, 2014, as amended from time to time read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No. 20/2021 dated December 8, 2021 May 5, 2022 and December 28, 2022 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as "MCA Circulars").

The Notice dated March 29, 2023 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company were sent through electronic mode to those Members whose e-mail addresses were registered with the Company/Depositories.

The Company had engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its members.

The shareholders of the Company holding shares as on the "cut-off" date of Friday March 24, 2023 were entitled to vote on the resolution as contained in the Notice.

The remote e-voting period commenced from 09:00 A.M. (IST) on Sunday, April 02, 2023 and ended at 5.00 P.M. (IST) on Monday, May 01, 2023 and the NSDL e-voting module was disabled thereafter.

The votes cast under remote e-voting facility were thereafter unblocked and were counted.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the NSDL e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favor or against the special resolutions as stated in the Notice.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through remote e-voting mode in respect of the said Special Resolutions as under:

After ascertaining the votes cast by e-voting, I hereby submit the result as under:

Particulars	Resolution 1	Resolution 2	Resolution 3
Total e-voting	490	488	488
Total	490	488	488
Less: Invalid E-Voting	0	0	0
Net Valid e-voting	490	488	488
E-voting with Assent	474	472	469
E-voting with Dissent	16	16	19

Resolution 1 – Special Resolution:

To appoint Mr. Shankar Arunachalam (DIN:00203948) as an Independent Director of the Company.

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
474	170652864	99.99%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	11689	00.01%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Resolution 2 – Special Resolution:

To appoint Dr. Nachiket Madhusudan Mor (DIN:00043646) as an Independent Director of the Company

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
472	170651849	99.99%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	11689	00.01%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Resolution 3 – Special Resolution:

To appoint Mr. Naveen Tewari (DIN: 00677638) as an Independent Director of the Company

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
469	170651779	99.99%

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

Number of Members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	11759	00.01%

(iii) **Invalid Votes:**

Number of Members voted	Total number of invalid votes cast by them
Nil	Nil

Sincerely

SUDHINDRA
KUTISHVARLU
SHESHAGIRI

Digitally signed by
SUDHINDRA KUTISHVARLU
SHESHAGIRI
Date: 2023.05.02 15:52:34
+05'30'

Sudhindra K S

Scrutinizer

Company Secretary

FCS No 7909, CP. No: 8190

UDIN: F007909E000238205

Place: Bengaluru

Date: 2nd May 2023