

**Indraprastha Medical Corporation Limited**  
**Regd. Office : Sarita Vihar, Delhi-Mathura Road, New Delhi - 110 076 (India)**  
**Corporate Identity Number : L24232DL1988PLC030958**

**Disclosure in terms of Clause 35A of the Listing Agreement in relation to Annual General Meeting (AGM) of the Company :-**

SL.	DESCRIPTION	PARTICULARS
1	Date of AGM	30 <sup>th</sup> September, 2014
2	Total number of shareholders on Record Date i.e.20 <sup>th</sup> September, 2014	37224
3	No. of shareholders present in the meeting either in person or through proxy:	
	Total	12300
	Promoters and Promoter Group	6
	Public	12294
4	No. of shareholders attended the meeting through Video Conferencing	Not Applicable
	Promoters and Promoter Group	-
	Public	-

Details of result on each item of Notice of AGM :

1. Adoption of financial statements of the Company for the year ended 31st March, 2014, the Reports of the Board of Directors and Auditors thereon.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9029741	0	100	0
Total	91673000	54449450	59.40	54449450	0	100	0



*A. S. Singh*

2. Declaration of dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2014.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9029741	0	100	0
Total	91673000	54449450	59.40	54449450	0	100	0

3. To appoint a Director in place of Ms. Suneeta Reddy, (holding DIN 00001873) who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9027541	1200	99.99	0.01
Total	91673000	54448450	53.39	54447250	1200	100	0



*A. Suneeta*

4. To appoint a Director in place of Ms. Shobana Kamineni, (holding DIN 00003836) who retires by rotation and being eligible, offers herself for re-appointment.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9026441	2300	99.97	0.03
Total	91673000	54448450	59.39	54446150	2300	100	0

5. To appoint M/s. S. C. Vasudeva & Co., Chartered Accountants as the Statutory Auditors of the Company and fix their remuneration.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0



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6. To appoint Mr. S. K. Srivastava (holding DIN 01658754) as a Director liable to retire by rotation.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	0	0	0	0	0	0	0
Public - Institutional holders	0	0	0	0	0	0	0
Public - Others	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0



Since Mr. S. K. Srivastava had resigned as Director of the Company on 15th September, 2014, voting received from the shareholders in respect of item no. 6 (Ordinary resolution for appointment of Mr. S. K. Srivastava as a Director of the Company) has not been considered.

7. To appoint Dr. M. M. Kutty (holding DIN 01943083) as a Director liable to retire by rotation.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9025141	3600	99.96	0.04
Total	91673000	54448450	59.39	54444850	3600	100	0

8. To appoint Prof. V. N. Rajasekharan Pillai (holding DIN 02415889) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

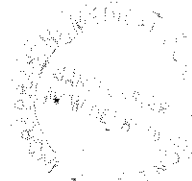
Promoter /Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares	No. of votes - in favour	No. of votes - against	% of votes in favour on votes polled	% of votes against on votes polled
Promoter and Promoter Group	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9025841	2800	99.97	0.03
Total	91673000	54448450	59.39	54445650	2800	100	0

9. To appoint Dr. B. Venkataraman (holding DIN 00040114) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9025841	2800	99.97	0.03
Total	91673000	54448450	59.39	54445650	2800	100	0



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10. To appoint Prof. Ranjit Roy Chaudhury (holding DIN 02417722) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	0	0	0	0	0	0	0
Public - Institutional holders	0	0	0	0	0	0	0
Public - Others	0	0	0	0	0	0	0
Total	0	0	0	0	0	0	0

Since Prof. Ranjit Roy Chaudhury had resigned as Director of the Company on 10th September, 2014, voting received from the shareholders in respect of item no. 10 (Ordinary resolution for appointment of Prof. Ranjit Roy Chaudhury as an Independent Director of the Company) has not been considered.

11. To appoint Mr. Deepak Vaidya (holding DIN 00337276) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0



12. To appoint Mr. T. S. Narayanasami (holding DIN 01786981) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0

13. To appoint Mr. S. Regunathan (holding DIN 00286505) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0



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14. To appoint Mr. Satnam Arora (holding DIN 00010667) as an Independent Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0

15. To re- appoint Mr. Jaideep Gupta (holding DIN 02647974) as Managing Director.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9028741	20.86	9028741	0	100	0
Total	91673000	54448450	59.39	54448450	0	100	0



*Arora*



16. To alter Articles of Association for increasing the maximum number Directors of the Company to eighteen.

Resolution required : Special Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9019646	10095	99.89	0.11
Total	91673000	54449450	59.39	54439355	10095	99.98	0.02

17. To approve revision in the borrowing limits of the Company upto a sum of Rs. 225 Crores.

Resolution required : Special Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9017196	12545	99.86	0.14
Total	91673000	54449450	59.39	54436905	12545	99.98	0.02



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18. To approve mortgaging the assets of the Company in favour of financial institutions, banks and other lenders for securing their loans upto a sum of Rs. 225 Crores.

Resolution required : Special Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9017196	12545	99.86	0.14
Total	91673000	54449450	59.39	54436905	12545	99.98	0.02

19. To approve payment of commission to Non-Executive Directors including Independent Directors.

Resolution required : Special Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public - Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9018196	11545	99.87	0.13
Total	91673000	54449450	58.39	54437905	11545	99.98	0.02



*Auswjal*

20. To approve remuneration of the Cost Auditor for the year ending 31st March 2015.

Resolution required : Ordinary Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9028241	1500	99.98	0.02
Total	91673000	54449450	59.39	54447950	1500	99.98	0.02

21. Post Facto approval in terms of the Central Government approval no. 4/435/T-1/2013/D/7193 dated 18-10-2013, for entering into contract for availing of Biomedical Engineering Services from M/s Faber Sindoori Management Services Private Limited.

Resolution required : Special Resolution

Mode of Voting : E-Voting & Poll

Promoter /Public	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	46751700	44903756	96.05	44903756	0	100	0
Public – Institutional holders	1630853	515953	31.64	515953	0	100	0
Public - Others	43290447	9029741	20.86	9018696	11045	99.88	0.12
Total	91673000	54449450	59.40	54438405	11045	99.98	0.02



*Ausungel*



**SCRUTINIZER'S REPORT ON E-VOTING  
FOR INDRAPRASTHA MEDICAL CORPORATION LIMITED**

**The Chairman**

**26<sup>th</sup> Annual General Meeting of the Members of Indraprastha Medical Corporation Limited to be held on Tuesday, the 30<sup>th</sup> September, 2014 at 10.30 A. M. at FICCI K. K. Birla Auditorium, 1, Tansen Marg, New Delhi – 110 001.**

**Subject : Passing of resolutions through electronic voting pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014.**

Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of Indraprastha Medical Corporation Limited (hereinafter referred to as the "Company") on 25<sup>th</sup> July, 2014, I have been appointed as a Scrutinizer for the e-voting process as mentioned under Rule 20(3)(ix) of the Companies (Management and Administration) Rules, 2014.
2. The Company engaged Central Depository Services (India) Limited ("CDSL") as the Service Provider for extending the facility of electronic voting to the shareholders of the Company. The Service Provider provided a system for recording the votes of the Shareholders electronically on all the items of business (both ordinary and special business) sought to be transacted in the 26<sup>th</sup> Annual General Meeting ("AGM") of the Company, which is scheduled to be held on Tuesday, the 30<sup>th</sup> September, 2014. Central Depository Services (India) Limited ("CDSL") had set up e-voting facility on their website, <https://www.evotingindia.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.
3. As on the cutoff date there were 37548 Shareholders of the Company. The Notice of Annual General Meeting containing information for e-voting was sent through email to 11447 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA and to 26101 shareholders in the physical form.
4. The Notice sent both through email and physical form contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.
5. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 22.08.2014. The e-voting facility was kept open from 23<sup>rd</sup> September, 2014 @9.00 A.M. to 25<sup>th</sup> September, 2014 @6.00 P.M.





6. Pursuant to Rule 20(3)(v) of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than five days in advance from the date of beginning of voting period in Financial Express, English Newspaper and in Jansatta, Hindi Newspaper both dated 12<sup>th</sup> September, 2014. The notice published in the newspaper carried the required information as specified in the Rule 20(3)(v) (a) to (g).
7. At the end of the voting period on September 25, 2014 at 6.00 P.M. the voting Portal of the service provider was blocked forthwith. On September 25, 2014 The votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of CS Kapil Garg and Ms. Shikha Dixit who acted as the witnesses, as prescribed in sub rule 3 (xi) of said Rule 20 of Companies (Management and Administration) Rules, 2014.
8. Particulars of all Votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

As a Scrutinizer the report of the e-voting carried by the shareholders was duly complied, the detail of which are as follows.

**RESOLUTION NO. 1 – ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED BALANCE SHEET OF THE COMPANY AS AT 31ST MARCH, 2014 AND THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	17	535198	100.00%	0.58%



**RESOLUTION NO. 2 – ORDINARY RESOLUTION FOR DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR 2013-2014.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	17	535198	100.00%	0.58%

**RESOLUTION NO. 3 – ORDINARY RESOLUTION FOR APPOINTMENT OF MS. SUNEETA REDDY WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	2	1200	0.22%	0
Total Number of Votes in favour of Resolution	14	532998	99.78%	0.58%





**RESOLUTION NO. 4 – ORDINARY RESOLUTION FOR APPOINTMENT OF MS. SHOBANA KAMINENI WHO RETIRES BY ROTATION AND BEING ELIGIBLE OFFERS HERSELF FOR RE-APPOINTMENT.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	2300	0.43	0
Total Number of Votes in favour of Resolution	13	531898	99.57%	0.58%

**RESOLUTION NO. 5 - ORDINARY RESOLUTION FOR APPOINTMENT OF M/S S. C. VASUDEVA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 000235N) AS A STATUTORY AUDITORS OF THE COMPANY AND FIXING THEIR REMUNERATION.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%



**RESOLUTION NO. 6 –ORDINARY RESOLUTION FOR APPOINTMENT OF MR. S. K. SRIVASTAVA AS A DIRECTOR OF THE COMPANY.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	0	0	0	0
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	0	0	0	0

**Note :** *Since Mr. S. K. Srivastava had resigned as a Director of the Company on 15.09.2014, e-voting received from the Shareholders in respect of Item No. 6 – (Ordinary resolution for appointment of Mr. S. K. Srivastava as a Director of the Company) has not been considered.*

**RESOLUTION NO. 7 – ORDINARY RESOLUTION FOR APPOINTMENT OF DR. M. M. KUTTY AS A DIRECTOR OF THE COMPANY.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	3600	0.67%	0
Total Number of Votes in favour of Resolution	13	530598	99.33%	0.58%





**RESOLUTION NO. 8 – ORDINARY RESOLUTION FOR APPOINTMENT OF PROF. V. N. RAJASEKHARAN PILLAI AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	2800	0.52%	0
Total Number of Votes in favour of Resolution	13	531398	99.48%	0.58%

**RESOLUTION NO. 9 –ORDINARY RESOLUTION FOR APPOINTMENT OF DR. B. VENKATARAMAN AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	2800	0.52%	0
Total Number of Votes in favour of Resolution	13	531398	99.48%	0.58%



**RESOLUTION NO. 10 –ORDINARY RESOLUTION FOR APPOINTMENT OF PROF. RANJIT ROY CHAUDHURY AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	0	0	0	0
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	0	0	0	0

**Note :** *Since Prof. Ranjit Roy Chaudhary had resigned as a Director of the Company on 11.09.2014, e-voting received from the Shareholders in respect of Item No. 10 – (Ordinary resolution for appointment of Prof. Ranjit Roy Chaudhary as an independent Director of the Company) has not been considered.*

**RESOLUTION NO. 11 – ORDINARY RESOLUTION FOR APPOINTMENT OF MR. DEEPAK VAIDYA AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%





**RESOLUTION NO. 12 – ORDINARY RESOLUTION FOR APPOINTMENT OF MR. T. S. NARAYANASAMI AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%

**RESOLUTION NO. 13 –ORDINARY RESOLUTION FOR APPOINTMENT OF MR. S. REGUNATHAN AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%



**RESOLUTION NO. 14 –ORDINARY RESOLUTION FOR APPOINTMENT OF MR. SATNAM ARORA AS INDEPENDENT DIRECTOR OF THE COMPANY**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%

**RESOLUTION NO. 15 – ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MR. JAIDEEP GUPTA AS A MANAGING DIRECTOR OF THE COMPANY.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	16	534198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	0	0	0	0
Total Number of Votes in favour of Resolution	16	534198	100.00%	0.58%



**RESOLUTION NO. 16 – SPECIAL RESOLUTION FOR AUTHORISING THE BOARD OF DIRECTORS OF THE COMPANY TO MAKE AMENDMENTS IN ARTICLES OF ASSOCIATION.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	5	10095	1.89%	0.01%
Total Number of Votes in favour of Resolution	12	525103	98.11%	0.57%

**RESOLUTION NO. 17 – SPECIAL RESOLUTION FOR GIVING AUTHORITY FOR REVISING THE BORROWING LIMITS OF THE COMPANY UP TO A SUM OF Rs. 225.00 CRORES.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	6	12545	2.34%	0.01%
Total Number of Votes in favour of Resolution	11	522653	97.66%	0.57%





**RESOLUTION NO. 18 – SPECIAL RESOLUTION FOR AUTHORISING THE BOARD FOR MORTGAGING THE ASSETS OF THE COMPANY IN FAVOUR OF FINANCIAL INSTITUTIONS, BANKS AND OTHER LENDERS FOR SECURING THEIR LOANS UPTO A SUM OF Rs. 225 CRORES.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	6	12545	2.34%	0.01%
Total Number of Votes in favour of Resolution	11	522653	97.66%	0.57%

**RESOLUTION NO. 19 – SPECIAL RESOLUTION FOR APPROVING THE PAYMENT REMUNERATION TO NON-EXECUTIVE DIRECTORS INCLUDING INDEPENDENT DIRECTORS OF THE COMPANY.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.57%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	5	11545	2.16%	0.01%
Total Number of Votes in favour of Resolution	12	523653	97.84%	0.57%



**RESOLUTION NO. 20 – ORDINARY RESOLUTION FOR APPROVING THE REMUNERATION OF THE COST AUDITORS FOR THE YEAR ENDING 31<sup>ST</sup> MARCH, 2015.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	1	1500	0.28%	0
Total Number of Votes in favour of Resolution	16	533698	99.72%	0.58%

**RESOLUTION NO. 21 – SPECIAL RESOLUTION FOR POST FACTO APPROVAL IN TERMS OF THE CENTRAL GOVERNMENT APPROVAL NO. 4/435/T-1/2013/D/7193 DATED 18-10-2013, FOR ENTERING INTO CONTRACT FOR AVAILING OF BIOMEDICAL ENGINEERING SERVICES FROM M/s FABER SINDOORI MANAGEMENT SERVICES PRIVATE LIMITED.**

Particulars	No. of Members who cast their votes electronically	No. of Equity Shares of the Nominal Value of Rs.10/- each. (Votes)	% age of the Total Votes received	% age of paid - up share capital of the Company
Total Votes received by electronic mode	17	535198	100.00%	0.58%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	5	11045	2.06%	0.01%
Total Number of Votes in favour of Resolution	12	524153	97.94%	0.57%

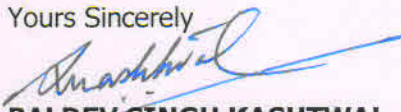
All the resolutions contained in the notice dated 25<sup>th</sup> July, 2014 calling 26<sup>th</sup> annual general meeting of the Company stand passed under e-voting process with requisite majority.



I hereby confirm that I am maintaining the registers received from the service provider both electronically and manually in respect of the votes cast through e-voting by the shareholders of the Company. I shall be arranging to hand over these records to the Chairman of the Company or such other person to be authorised by him in due course as prescribed in the said rules.

Thanking you,

Yours Sincerely

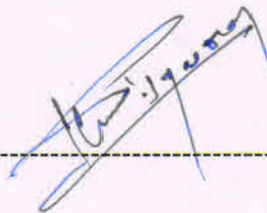


**BALDEV SINGH KASHTWAL**  
**PRACTISING COMPANY SECRETARY**  
**SCRUTINIZER**  
**C. P. No. 3169**



Place : New Delhi  
Dated : 29.09.2014

**Witness** : 1. CS Kapil Garg  
S/o Shri Subhash Garg  
House No. A-78B, Nandram Park  
Uttam Nagar, New Delhi-110 059

  
:-----

2. Shikha Dixit  
D/o Shri Yuvraj Dixit  
D-266, Ganga Vihar,  
Gokulpuri,  
Delhi-110 094

  
:-----





**COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL  
FOR INDRAPRASTHA MEDICAL CORPORATION LIMITED**

TO,

**THE CHAIRMAN,**

**26<sup>th</sup> Annual General Meeting of Members of  
Indraprastha Medical Corporation Limited  
Sarita Vihar, Delhi-Mathura Road,  
New Delhi – 110 076**

**Sub: Passing of Resolution(s) through electronic AND poll conducted at the 26<sup>th</sup> Annual General Meeting of Members of Indraprastha Medical Corporation Limited ("The Company") held on September 30, 2014 at 10.30 A. M. at FICCI K. K. Birla Auditorium, 1, Tansen Marg, New Delhi-110 001.**

The Board of the Company at its meeting held on July 25, 2014 had appointed me as Scrutinizer for the e-voting held between September 23, 2014 at 09:00 A. M. to September 25, 2014 at 6:00 P. M. and for the poll held at the 26<sup>th</sup> Annual General Meeting of the Company held on Tuesday, September 30, 2014 at 10.30 A. M. at FICCI K. K. Birla Auditorium, 1, Tansen Marg, New Delhi - 110 001.

The Company had appointed Central Depository Services (India) Limited ("CDSL") as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Tuesday, September 23, 2014 at 09:00 A. M. to Thursday, September 25, 2014 at 6:00 P. M. The e-voting results were unblocked by me on September 25, 2014 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated September 29, 2014 attached herewith.

At the 26<sup>th</sup> Annual General Meeting of the Company held on September 30, 2014, the Chairman of the Company had suo motto called for a poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. For further details kindly refer to my Scrutinizer's Report in Form MGT 13 dated September 30, 2014.

The result of the E- voting together with that of the poll is as under:



Agenda Item No. of Notice	Particulars of Business	Votes in favour of the resolution		Votes against the resolution		Invalid votes	
		Nos.	% age	Nos.	% age	Nos.	% age
Item No. 1 of the Notice (As an Ordinary Resolution)	E- Voting	535198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54449450	100.00	0	0	700	0
Item No. 2 of the Notice (As an Ordinary Resolution)	E- Voting	535198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54449450	100.00	0	0	700	0
Item No. 3 of the Notice (As an Ordinary Resolution)	E- Voting	532998	99.78	1200	0.22	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54447250	100.00	1200	0.00	700	0
Item No. 4 of the Notice (As an Ordinary Resolution)	E- Voting	531898	99.57	2300	0.43	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54446150	100.00	2300	0.00	700	0
Item No. 5 of the Notice (As an Ordinary Resolution)	E- Voting	534198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54448450	100.00	0	0	700	0
Item No. 6 of the Notice (As an Ordinary Resolution)	E- Voting	0	0.00	0	0.00	0	0.00
	Poll	0	0.00	0	0.00	0	0.00
	TOTAL	0	0.00	0	0.00	0	0.00
Item No. 7 of the Notice (As an Ordinary Resolution)	E- Voting	530598	99.33	3600	0.67	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54444850	100.00	3600	0.00	700	0
Item No. 8 of the Notice (As an Ordinary Resolution)	E- Voting	531398	99.48	2800	0.52	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54445650	100.00	2800	0.00	700	0
Item No. 9 of the Notice (As an Ordinary Resolution)	E- Voting	531398	99.48	2800	0.52	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54445650	100.00	2800	0.00	700	0
Item No. 10 of the Notice (As an Ordinary Resolution)	E- Voting	0	0.00	0	0.00	0	0.00
	Poll	0	0.00	0	0.00	0	0.00
	TOTAL	0	0.00	0	0.00	0	0.00
Item No. 11 of the Notice (As an Ordinary Resolution)	E- Voting	534198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54448450	100.00	0	0	700	0
Item No. 12 of the Notice (As an Ordinary Resolution)	E- Voting	534198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54448450	100.00	0	0	700	0
Item No. 13 of the Notice (As an Ordinary Resolution)	E- Voting	534198	100.00	0	0	0	0
	Poll	53914252	100.00	0	0	700	0
	TOTAL	54448450	100.00	0	0	700	0





Item No. 14 of the Notice (As an Ordinary Resolution)	E- Voting Poll	534198 53914252	100.00 100.00	0 0	0 0	0 700	0 0
	TOTAL	54448450	100.00	0	0	700	0
Item No. 15 of the Notice (As an Ordinary Resolution)	E- Voting Poll	534198 53914252	100.00 100.00	0 0	0 0	0 700	0 0
	TOTAL	54448450	100.00	0	0	700	0
Item No. 16 of the Notice (As a Special Resolution)	E- Voting Poll	525103 53914252	98.11 100.00	10095 0	1.89 0	0 700	0 0
	TOTAL	54439355	99.98	10095	0.02	700	0
Item No. 17 of the Notice (As a Special Resolution)	E- Voting Poll	522653 53914252	97.66 100.00	12545 0	2.34 0	0 700	0 0
	TOTAL	54436905	99.98	12545	0.02	700	0
Item No. 18 of the Notice (As a Special Resolution)	E- Voting Poll	522653 53914252	97.66 100.00	12545 0	2.34 0	0 700	0 0
	TOTAL	54436905	99.98.00	12545	0.02	700	0
Item No. 19 of the Notice (As a Special Resolution)	E- Voting Poll	523653 53914252	97.84 100.00	11545 0	2.16 0	0 700	0 0
	TOTAL	54437905	99.98	11545	0.02	700	0
Item No. 20 of the Notice (As an Ordinary Resolution)	E- Voting Poll	533698 53914252	99.72 100.00	1500 0	0.28 0	0 700	0 0
	TOTAL	54447950	100.00	1500	0	700	0
Item No. 21 of the Notice (As a Special Resolution)	E- Voting Poll	524153 53914252	97.94 100.00	11045 0	2.06 0	0 700	0 0
	TOTAL	54438405	99.98	11045	0.02	700	0

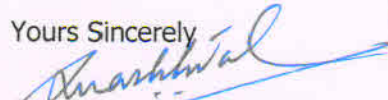
**Note :** *Since Mr. S. K. Srivastava and Prof. Ranjit Roy Chaudhary had resigned as a Director of the Company on 15.09.2014 and 11.09.2014 respectively, voting received from the shareholders in respect of Item No. 6 (Ordinary resolution for appointment of Mr. S. K. Srivastava as a Director of the Company) and Item No. 10 (Appointment of Prof. Ranjit Roy Chaudhary as an Independent Director of the Company) has not been considered.*

**All the Resolutions stand passed under e-voting and poll with the requisite majority.**

I hereby confirm that I am maintaining the registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-voting and poll by the Shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you

Yours Sincerely




**CS BALDEV SINGH KASHTWAL**  
**PRACTISING COMPANY SECRETARY**  
**SCRUTINIZER**  
**C. P. NO. 3169**

Date : 30.09.2014  
Place : New Delhi

**Signed by Chairman of the Meeting**



**FORM No. MGT-13**  
**Report of Scrutinizer(s)**

[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2)  
of The Companies (Management and Administration) Rules, 2014]

To,

**The Chairman**

**26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Indraprastha Medical Corporation Limited held on 30<sup>th</sup> September, 2014 at 10.30 A. M., at FICCI K. K. Birla Auditorium, 1, Tansen Marg, New Delhi - 110 001.**

Dear Sir,

I, CS Baldev Singh Kashtwal, Practising Company Secretary, holding Membership Number FCS 3616 and Certificate of Practice Number 3169, was appointed as Scrutinizer(s) for the purpose of the poll taken on the below mentioned resolution(s), at the 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of **Indraprastha Medical Corporation Limited** held on Tuesday, the 30<sup>th</sup> September, 2014 at 10.30 A. M., at FICCI K. K. Birla Auditorium, 1, Tansen Marg, New Delhi - 110 001 submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, One ballot box kept for polling was locked in our presence with due identification marks placed by us.
2. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company.
3. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
4. The result of the Poll is as under:

<b>AGENDA ITEM NO.</b>	<b>1</b>
<b>SUBJECT</b>	<b>ADOPTION OF THE AUDITED BALANCE SHEET OF THE COMPANY AS AT 31ST MARCH, 2014 AND THE STATEMENT OF PROFIT &amp; LOSS FOR THE YEAR ENDED ON THAT DATE TOGETHER WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>





**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>2</b>
<b>SUBJECT</b>	<b>DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR 2013-2014.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%



<b>AGENDA ITEM NO.</b>	<b>3</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MS. SUNEETA REDDY WHO RETIRES BY ROTATION AND BEING ELIGIBLE HAS OFFERED HERSELF FOR RE-APPOINTMENT.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

<b>Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>4</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MS. SHOBANA KAMINENI WHO RETIRES BY ROTATION AND BEING ELIGIBLE HAS OFFERED HERSELF FOR RE-APPOINTMENT.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0





**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

AGENDA ITEM NO.	5
SUBJECT	APPOINTMENT OF M/S S. C. VASUDEVA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 000235N) AS A STATUTORY AUDITORS OF THE COMPANY AND FIXING THEIR REMUNERATION.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

AGENDA ITEM NO.	6
SUBJECT	APPOINTMENT OF MR. S. K. SRIVASTAVA AS DIRECTOR OF THE COMPANY.
TYPE OF RESOLUTION	ORDINARY RESOLUTION

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0



**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

*Note : Since Mr. S. K. Srivastava had resigned as a Director of the Company on 15.09.2014, Voting received from the Shareholders in respect of Item No. 6 – (Ordinary resolution for appointment of Mr. S. K. Srivastava as a Director of the Company) has not been considered*

<b>AGENDA ITEM NO.</b>	<b>7</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF DR. M. M. KUTTY AS DIRECTOR OF THE COMPANY.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%





<b>AGENDA ITEM NO.</b>	<b>8</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF PROF. V. N. RAJASEKHARAN PILLAI AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

<b>Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>9</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF DR. B. VENKATARAMAN AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0



**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>10</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF PROF. RANJIT ROY CHAUDHURY AS INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

*Note : Since Prof. Ranjit Roy Chaudhary had resigned as a Director of the Company on 11.09.2014, Voting received from the Shareholders in respect of Item No. 10 – (Ordinary resolution for appointment of Prof. Ranjit Roy Chaudhary as an independent Director of the Company) has not been considered.*

<b>AGENDA ITEM NO.</b>	<b>11</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MR. DEEPAK VAIDYA AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>





**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>12</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MR. T. S. NARAYANASAMI AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%



<b>AGENDA ITEM NO.</b>	<b>13</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MR. S. REGUNATHAN AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

<b>Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>14</b>
<b>SUBJECT</b>	<b>APPOINTMENT OF MR. SATNAM ARORA AS AN INDEPENDENT DIRECTOR OF THE COMPANY UNDER SECTION 149 OF THE COMPANIES ACT, 2013</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0





**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>15</b>
<b>SUBJECT</b>	<b>RE-APPOINTMENT OF MR. JAIDEEP GUPTA AS A MANAGING DIRECTOR OF THE COMPANY.</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>16</b>
<b>SUBJECT</b>	<b>AUTHORISING THE BOARD OF DIRECTORS OF THE COMPANY TO MAKE AMENDMENTS IN ARTICLES OF ASSOCIATION</b>
<b>TYPE OF RESOLUTION</b>	<b>SPECIAL RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%



**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>17</b>
<b>SUBJECT</b>	<b>APPROVAL FOR REVISING THE BORROWING LIMITS OF THE COMPANY UP TO A SUM OF Rs.225.00 CRORES</b>
<b>TYPE OF RESOLUTION</b>	<b>SPECIAL RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>18</b>
<b>SUBJECT</b>	<b>AUTHORISING THE BOARD FOR MORTGAGING THE ASSETS OF THE COMPANY IN FAVOUR OF FINANCIAL INSTITUTIONS, BANKS AND OTHER LENDERS FOR SECURING THEIR LOANS UPTO A SUM OF Rs. 225 CRORES.</b>
<b>TYPE OF RESOLUTION</b>	<b>SPECIAL RESOLUTION</b>





**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>19</b>
<b>SUBJECT</b>	<b>APPROVAL FOR THE PAYMENT OF REMUNERATION BY WAY OF COMMISSION TO NON-EXECUTIVE DIRECTORS INCLUDING INDEPENDENT DIRECTORS OF THE COMPANY</b>
<b>TYPE OF RESOLUTION</b>	<b>SPECIAL RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

No. of Members present and voting (in person or by proxy)	Number of votes Cast by them	% of total number of Valid Votes Cast
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

No. of Members present and voting (in person or by proxy )	Number of votes Cast by them	% of total number of Valid Votes Cast
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%



<b>AGENDA ITEM NO.</b>	<b>20</b>
<b>SUBJECT</b>	<b>APPROVAL OF REMUNERATION OF THE COST AUDITORS FOR THE YEAR ENDING 31<sup>ST</sup> MARCH, 2015</b>
<b>TYPE OF RESOLUTION</b>	<b>ORDINARY RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0

**(III) INVALID VOTES OF THE RESOLUTION:**

<b>Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid</b>	<b>Total Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
2	700	0.00%

<b>AGENDA ITEM NO.</b>	<b>21</b>
<b>SUBJECT</b>	<b>POST FACTO APPROVAL IN TERMS OF THE CENTRAL GOVERNMENT APPROVAL NO. 4/435/T-1/2013/D/7193 DATED 18-10-2013, FOR ENTERING INTO CONTRACT FOR AVAILING OF BIOMEDICAL ENGINEERING SERVICES FROM M/s FABER SINDOORI MANAGEMENT SERVICES PRIVATE LIMITED</b>
<b>TYPE OF RESOLUTION</b>	<b>SPECIAL RESOLUTION</b>

**(I) VOTED IN FAVOUR THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy)</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
67	53914252	100.00%

**(II) VOTED AGAINST THE RESOLUTION:**

<b>No. of Members present and voting (in person or by proxy )</b>	<b>Number of votes Cast by them</b>	<b>% of total number of Valid Votes Cast</b>
0	0	0





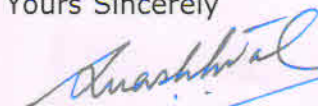
**(III) INVALID VOTES OF THE RESOLUTION:**

Total No. of Members present and voting (in person or by proxy) whose votes were declared invalid	Total Number of votes Cast by them	% of total number of Valid Votes Cast
2	700	0.00%

5. A Compact Disc (CD) containing the list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution are enclosed.
6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director of the Company, authorised by the Board for safe keeping.

Thanking you,

Yours Sincerely



**(CS BALDEV SINGH KASHTWAL)**  
**PRACTISING COMPANY SECRETARY**  
**SCRUTINIZER**  
**C. P. No. 3169**

Place : New Delhi

Dated : 30<sup>th</sup> September, 2014

Witness -1

: Shikha Dixit  
(Shikha Dixit)

Witness - 2

: ARIF  
(Arif)

**Signed by Chairman of the Meeting : \_\_\_\_\_**



Accredited by  
Joint Commission International

# Indraprastha Medical Corporation Limited

Regd. Office : Sarita Vihar, Delhi-Mathura Road, New Delhi - 110 076. (INDIA)

Corporate Identity Number : L24232DL1988PLC030958

Phone : 26925801, 26925858 Fax : 91-11-26825601

E-mail : asinghal@apollohospitals.com Website : apollohospdelhi.com



**A. K. SINGHAL**

Vice President

Cum Company Secretary

Ref: IMCL/CS/BSE/2014

1<sup>st</sup> October, 2014

The BSE Ltd.,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.


Stock Code - 532150

Dear Sir,

Pursuant to Clause 35A of the Listing Agreement, we hereby submit Disclosure in relation to Annual General Meeting of the Company held on 30<sup>th</sup> September, 2014, at FICCI K. K. Birla Auditorium, 1 Tansen Marg, New Delhi - 110 001, along with a copy of the report of the Scrutinizer - Mr. Baldev Singh Kashtwal, Practising Company Secretary (Membership No. - FCS 3616 & Certificate of Practice No. - 3169), for your information and records.

Thanking You,

Sincerely Yours,

  
A.K.SINGHAL

Encl. As above