

SONI MEDICARE LTD.

38, Kanota Bagh, Jawahar Lai Nehru Marg, JAIPUR-302 004 INDIA

CIN No:- L51397RJ1988PLC004569

Telephone: (0141) 5163700, Fax: (0141) 2564392

E-mail: sonihospital@sonihospitals.com

Date: 28th September, 2017

To,
The Manager (Department of Corporate Affairs)
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort
Mumbai- 400001

Scrip Code: 539378

Scrip ID: SML

Dear Sir/Madam,

Sub: Rectified disclosure of voting results of 29th Annual General Meeting of the Company.

The 29th Annual General Meeting of the Company was held on Tuesday, September 26, 2017 and the businesses mentioned in the Notice were transacted.

In this regard, please find enclosed the following:

- (1) Report of Scrutinizer dated September 26, 2017, pursuant to Section 108 & 109 of the Companies Act, 2013 and Rule 20 & 21(2) of the Companies (Management And Administration) Rules, 2014 as **Annexure-I**.
- (2) Voting Results as under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure-II.**

This is for your information and record.

Thanking you,

Yours faithfully

For Soni Medicaré I

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Aakansha Khandelwa Company Secretary

MAHENDRA KHANDELWAL & COMPANY

Company Secretaries

Address:-202, Prism Tower, OPP. PHQ, Lal Kothi, Tonk Road, Jaipur-302015

Phone No. 0141-4112199 Mo. 09828046652 e_mail:mahendra927@gmail.com

Annexure-I

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, as amended]

Dated: September 26, 2017

To,
The Chairman,
Soni Medicare Limited
38, Kanota Bagh, Jawahar Lal Nehru Marg,
Jaipur-302004

Subject: Scrutinizer's Report on poll pursuant to the Provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of The Companies (Management and Administration) Rules, 2014, as amended thereto at the 29th Annual General Meeting of the Equity Shareholders of Soni Medicare Limited held on Tuesday, 26th September, 2017 at 11:30 A.M., at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan-302004

Dear Sir,

- I, Mahendra Prakash Khadelwal., Practising Company Secretary, holding Membership Number FCS 6266 and Certificate of Practice Number 4459, Proprietor of M/s Mahendra Khandelwal & Co., Company Secretaries, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the 29th Annual General Meeting of the Equity Shareholders of Soni Medicare Limited held on 26th September, 2017 at 11:30 A.M., at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan, submit my report as under:
- The Company had provided the facility for voting through ballot at the AGM and members, who
 have not cast their vote by remote e-voting were allowed to exercise their right to vote at the
 meeting.
- 2. The polling papers in Form MGT-12 as per the companies (Management and Administration) Rules, 2014, were distributed to the shareholders present. The company had provided two ballot boxes at convenient places in the venue.

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3. The locked boxes were subsequently opened before me in presence of two witnesses who were not in employment of the company and poll papers was diligently scrutinized.

The result of the Poll is as under:

| AGENDA ITEM NO. | 1 |
|--------------------|--|
| Subject | Adoption of the Audited Balance Sheet of the company as on 31st March, 2017 and the Statement of Profit & Loss for the year ended on that date (standalone) along with the Reports of the Board of Directors and Auditors thereon. |
| Type of Resolution | Ordinary Resolution |

(I) VOTED IN FAVOUR OF THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|--------------------|--|
| 31 | 3013940 | 3013940 | 100 |

(II) VOTED AGAINST THE RESOLUTION:

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

| AGENDA ITEM NO. | . 2 |
|--------------------|--|
| Subject | No Dividend was declared during the Financial Year hence no requirement to pass resolution and consent of members. |
| Type of Resolution | |
| | Cont |

(I) VOTED IN FAVOUR OF THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|---|--|
| | 5 | | |
| W. No. ANN AN APPLICATION | | DE NOVE DESIGN PERMITE STOR AN AD ADDRESS | |

(II) VOTED AGAINST THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|--------------------|--|
| | F | | |

(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 | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------------|--------------------|---|
| | | | • |

| 3 |
|--|
| To appoint a director in place of Mrs. Anju Soni (DIN: 00716193), who retires by rotation, and being eligible offers herself for re-appointment. |
| Ordinary Resolution |
| |

(I) VOTED IN FAVOUR OF THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|--------------------|--|
| 30 | 2521240 | 2521240 | 100 |



(II) VOTED AGAINST THE RESOLUTION:

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

| AGENDA ITEM NO. | 4 |
|--------------------|--|
| Subject | Appointment of M/s A.Natani & Company, Chartered Accountants, Jaipur, Firm Registration No. 007347C, as Statutory Auditors of the Company and fixing their remuneration. |
| Type of Resolution | Ordinary Resolution |

(I) VOTED IN FAVOUR OF THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|--------------------|--|
| 31 | 3013940 | 3013940 | 100 |

(II) VOTED AGAINST THE RESOLUTION:

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

| AGENDA ITEM NO. | 5 |
|--------------------|--|
| SUBJECT | To Re-appoint Mr. Bimal Roy Soni (DIN: 00716246) as Managing Director, for the period of five years. |
| Type of Resolution | Ordinary Resolution |

(I) VOTED IN FAVOUR OF THE RESOLUTION:

| No. of Members present and voting (in person or by proxy) | Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------|--------------------|--|
| 30 . | 1346240 | 1346240 | 100 |

(II) VOTED AGAINST THE RESOLUTION:

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

(III) INVALID VOTES OF THE RESOLUTION:

| Total No. of Members present and voting (in person or by proxy) | Total Number of votes Cast by them | No. of Shares held | % of total number of Valid Votes Cast |
|---|---------------------------------------|--------------------|--|
| whose votes were declared invalid | | 40 | 3 |
| 0 | 0 . | 0 | 0 |



- 4. All the Resolutions have been passed with requisite majority.
- 5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorised by the Board for safe keeping.

Thanking you,

Yours Faithfully,

For Mahendra Khandelwal & Co. Practicing Company Secretaries

Mahendra Prakash Khandelwal

Proprietor

M. No. FCS 6266

C.P. No. 4459

Place : Jaipur

Dated: 26/09/2017

MAHENDRA KHANDELWAL & COMPANY

Company Secretaries
Address:- 202, Prism Tower, OPP. PHQ, Lal Kothi, Tonk Road, Jaipur-302015
Phone No. 0141-4112199 Mo. 09828046652 e_mail:mahendra927@gmail.com

SCRUTINIZER'S REPORT ON E-VOTING FOR SONI MEDICARE LIMITED

To, The Chairman, Soni Medicare Limited 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan Jaipur-302004

Subject: Scrutinizer's Report on remote e-voting pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014, as amended thereto and e-voting at the 29th Annual General Meeting of the Equity Shareholders of Soni Medicare Limited held on Tuesday, 26th September, 2017 at 11:30 A.M., at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan-302004

Dear Sir,

- I, Mahendra Prakash Khadelwal., Practising Company Secretary, holding Membership Number FCS 6266 and Certificate of Practice Number 4459, Proprietor of M/s Mahendra Khandelwal & Co., Company Secretaries, was appointed as Scrutinizer for the purpose of scrutinizing the remote e-voting on the below mentioned resolutions at the 29th Annual General Meeting of the Equity Shareholders of Soni Medicare Limited held on Tuesday, 26th September, 2017 at 11:30 A.M, at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan, submit my report as under:
- 1. The Company engaged M/s. Sharex Dynamic (India) Private Limited e- voting platform 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 29th Annual General Meeting ("AGM") of the Company, which was held on Tuesday, the 26th September, 2017. M/s. Sharex Dynamic (India) Private Limited e- voting platform had set up e-voting facility on their website, www.evotingindia.com The Company had uploaded all the items of the business to be transacted on the website of the Company and also on the website of Service Provider to facilitate their shareholders to cast their vote through e-voting.
- 2. The member of the company as on the "cut-off" date i.e.19th September, 2017 was entitled to vote on the resolution (items no. 1 to 5 as set out in the notice of the 29th AGM of the company). The e-voting facility was kept open from 22nd September, 2017 (09.00 a.m.) to 25th September, 2017 (5.00 p.m.)

- 3. 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(4)(iii)(A) to (C)of the Companies (Management and Administration) Amendment Rules, 2015.
- 4. Pursuant to Rule 20(4)(v) of Companies (Management and Administration) Amendment Rules, 2015, the Company also released an advertisement, which was published 21 days before the date of Annual General Meeting in The Financial Express in English Newspaper in English language, Morning News in Hindi Newspaper on dated 1st September, 2017 and Morning News in Hindi Newspapers in Hindi language on dated 1st September, 2017. The notice published in the newspaper carried the required information as specified in the Rule 20(4)(v) (a) to (h) of Companies (Management and Administration) Amendment Rules, 2015.
- 5. At the end of the voting period on September 25, 2017 at 5.00 p.m. the voting Portal of the service provider was blocked forthwith. On September 26, 2017 after the Annual General Meeting the votes cast through e-voting facility were duly unblocked by me as a Scrutinizer in the presence of two witnesses, not in employment of the company, as prescribed in sub Rule (4)(xii) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
- 6. The Corporate members who had participated in the remote e-voting had provided the scanned copy of the resolution passed at the Board of Director for authorization to exercise their votes through e-voting

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 on 31st March, 2017 and the Statement Of Profit & Loss for the year ended on that date (Standalone) along 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 | 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 |

Resolution No.2 - No Dividend was declared during the Financial Year hence no requirement to pass Resolution and consent of Members.

| 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 | 9 | | | |
| Total Number of Invalid Votes | | | | |
| Total Number of Votes against the resolution | | | | |
| Total Number of Votes in favour of Resolution | | | | |

Resolution No.3 – Ordinary Resolution for appointment of a Director in place of Mrs. Anju Soni (DIN: 00716193), 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 | 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 |

Resolution No.4 – Ordinary Resolution for appointment of M/s A.Natani & Company, Chartered Accountants, Jaipur, Firm Registration No. 007347C, as 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 | 0 | 0 | 0 | 0 |
| Total Number of Invalid Votes | 0 | 0 | 0 | 0 |
| Total Number of Votes against | 0 | 0 | 0 WO 450 | 0 |

| the resolution | | | <u> </u> | |
|---|---|---|----------|---|
| Total Number of Votes in favour of Resolution | 0 | 0 | 0 | 0 |

Resolution No.5 - Ordinary Resolution for Re-appointment of Mr. Bimal Roy Soni (DIN: 00716246) as Managing Director, for the period of five years.

| | Particulars | Particulars No. of Members who cast their votes electronically No. of Equation 1 the Nome of Members the No | | % 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 |
| Ī | 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 |

None of the Shareholders cast vote through e-voting process.

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 have handed over all the relevant records to the Company Secretary of the Company who is authorised by the Board.

Thanking you,

Yours Faithfully,

For Mahendra Khandelwal & Co. Practicing Company Secretaries

Mahendra Prakash Khandelwal

Proprietor

M. No. FCS 6266

C.P. No. 4459

Place : Jaipur

Dated: 26/09/2017

MAHENDRA KHANDELWAL & COMPANY

Company Secretaries

Address:- 202, Prism Tower, OPP. PHQ, Lal Kothi, Tonk Road, Jaipur-302015

Phone No. 0141-4112199 Mo. 09828046652 e_mail:mahendra927@gmail.com

COMBINED SCRUTINIZER REPORT FOR E-VOTING & POLL FOR SONI MEDICARE LIMITED

To,
The Chairman,
Soni Medicare Limited
38, Kanota Bagh, Jawahar Lal Nehru Marg,
Jaipur-302004

Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the Provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and voting through poll (ballot) pursuant to the Provisions of Section 109 of the Companies Act, 2013 read with Rule 21 of The Companies (Management and Administration) Rules, 2014, and amendments thereto at the 29th Annual General Meeting of the Equity Shareholders of Soni Medicare Limited held on Tuesday, 26th September, 2017 at 11:30 A.M., at 38, Kanota Bagh, Jawahar Lal Nehru Marg, Jaipur, Rajasthan-302004

Dear Sir,

The Board of the Company had appointed me as Scrutinizer for the remote e-voting between 22nd September, 2017 (09.00 A.M.) to 25th September, 2017 (05.00 P.M.) and the Chairman of the 29thAnnual General Meeting ("AGM") has also appointed me as the scrutinizer for the poll held at the 29thAnnual General Meeting of the Company on 26th September, 2017.

The Company had appointed M/s. Sharex Dynamic (India) Private Limited for e- voting platform as the service provider, for extending the facility of electronic voting to the shareholders of the Company from Saturday, September 22, 2017 (09:00 A.M.) to Monday, September 25, 2017 (5:00 P.M.) The e-voting results were unblocked by me on 26th September, 2017 after the Annual General Meeting of the company in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated 26th September, 2017 attached herewith.

At the 29th Annual General Meeting of the Company held on 26th September, 2017, 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. The Chairman of the Annual General Meeting had appointed me as the Scrutinizer for the same. For further details kindly refer to my Scrutinizer's report in Form MGT-13 dated 26th September, 2017.

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Thereafter the consolidated detail containing inter alia, list of Equity Share Holders, who votes "for", "against" or "abstained", in respect of the each of the resolution that were put to vote, were generated from the e-voting website M/s Sharex Dynamic (India) Private Limited (i.e.) www.evotingindia.com and based on such reports generated, the result of the e-voting is as under:

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

AGENDA ITEM NO: - 1

Ordinary Resolution for adoption of the Audited Balance Sheet of the Company as on 31st March, 2017 and the Statement Of Profit & Loss for the year ended on that date (Standalone) along with the reports of the Board of Directors and Auditors thereon.

| | | Votes in favour of | the Resolution | Votes against the | | | |
|--------------------|----------------------|---|----------------|-------------------|--|---------------|--|
| Voting Method | Total Valid Votes | No. of Shares % of total number of valid votes cast | | No. of shares | % of total number of valid votes cast | Invalid Votes | |
| Remote E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | |
| On Poll | 3013940 | 3013940 | 100 | 0 | 0 | 0 | |
| Total | 3013940 | 3013940 | 100 | 0 | 0 | 0 | |

AGENDA ITEM NO: - 2

No Dividend was declared during the Financial Year hence no requirement to pass resolution and consent of members.

| | | Votes in favour of | the Resolution | Votes against the | | | |
|--------------------|----------------------|--|----------------|-------------------|--|---------------|--|
| Voting Method | Total Valid Votes | % of total number of valid votes cast | | No. of shares | % of total number of valid votes cast | Invalid Votes | |
| Remote E-Voting | » - | en e | - | lings 97864 | | | |
| On Poll | = | | - | -1 | - | - | |
| Total | <u> </u> | 100 Maria | | - 1 | = | OUT | |

AGENDA ITEM NO: -3

Ordinary Resolution for to appoint a Director in place of Mrs. Anju Soni (DIN: 00716193), who retires by rotation, and being eligible offers herself for re-appointment.

| | | Votes in favour of | the Resolution | Votes against the | | | |
|--------------------|----------------------|--------------------|--|-------------------|--|---------------|--|
| Voting Method | Total Valid Votes | No. of Shares | % of total number of valid votes cast | No. of shares | % of total number of valid votes cast | Invalid Votes | |
| Remote E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | |
| On Poll | 2521240 | 2521240 | 100 | 0 | 0 | 0 | |
| Total | 2521240 | 2521240 | 100 | 0 | 0 | 0 | |



AGENDA ITEM NO:- 4

Ordinary Resolution for appointment of M/s A. Natani & Company, Chartered Accountants, Jaipur, Firm Registration No. 007347C, as Statutory Auditors of the company and fixing their remuneration.

| | 2. U.S | Votes in favour of | the Resolution | Votes against the | | | |
|--------------------|----------------------|--------------------|--|-------------------|--|---------------|--|
| Voting Method | Total Valid Votes | No. of Shares | % of total number of valid votes cast | No. of shares | % of total number of valid votes cast | Invalid Votes | |
| Remote E-Voting | 0 | .0 | 0 | 0 | 0 | 0 | |
| On Poll | 3013940 | 3013940 | 100 | 0 | 0 | 0 | |
| Total | 3013940 | 3013940 | 100 | 0 | 0 | 0 | |

AGENDA ITEM NO:- 5

Ordinary Resolution to Re-appoint Mr. Bimal Roy Soni (DIN: 00716246) as Managing Director, for the period of five years.

| | | Votes in favour of | the Resolution | Votes against the | | |
|--------------------|----------------------|--------------------|--|-------------------|--|---------------|
| Voting Method | Total Valid Votes | No. of Shares | % of total number of valid votes cast | No. of shares | % of total number of valid votes cast | Invalid Votes |
| Remote E-Voting | 0 | 0 | 0 | 0 | 0 | 0 |
| On Poll | 1346240 | 1346240 | 100 | 0 | 0 | 0 |
| Total | 1346240 | 1346240 | 100 | 0 | 0 | 0 |

N

All the Resolutions stand passed under poll with the requisite majority and None of the Shareholders cast vote through e-voting process.

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 have handed over all the relevant records to the Company Secretary of the Company who is authorized by the Board.

Thanking you,

Yours Faithfully,

For Mahendra Khandelwal & Co. Practicing Company Secretaries

Mahendra Prakash Khandelwa

Proprietor

M. No. FCS 6266 C.P. No. 4459

Place : Jaipur

Dated: 26/09/2017

Witness:

1. Himanshi kumawat

D/o Lalit Kumar Verma

Address :3439 kalyan ji ka rasta, Chandpole ,Jaipur

2. Annu Jain

D/o Hanuman Prasad Agarawal

Address:113/8 Ram Thirth Marg Jaipur,



38, Kanota Bagh, Jawahar Lal Nehru Marg, JAIPUR-302 004 INDIA CIN No:- L51397RJ1988PLC004569
Telephone: (0141) 5163700, Fax: (0141) 2564392
E-mail: sonihospital@sonihospitals.com

| ANNEXURE II-VOTING RESULTS OF THE 29th ANNUAL GENERAL MEETING OF SONI |
|---|
| MEDICARE LIMITED HELD ON TUESDAY, SEPTEMBER 26, 2017. |

| S. No. | Agenda | Resolution required (Ordinary Resolution) | Mode Of Voting | Remarks |
|-----------|---|--|------------------------------------|--------------------------------------|
| 1. | Adoption of the Audited Balance Sheet of the company as on 31st March, 2017, the Statement of Profit & Loss, cash flow statement for the year ended on that date (standalone) along with the Reports of the Board of Directors and Auditors thereon | Ordinary Resolution | E-voting and poll at the AGM | Passed with Requisite Majority |
| 2. | No Dividend was declared during the Financial Year hence, no requirement to pass resolution and consent of members. | | To S | |
| 3. | To appoint a director in place of Mr. Anju Soni (DIN: 00716193) as Director, who retires by rotation, and being eligible offers herself for re-appointment. | Ordinary Resolution | E-voting and poll at the AGM | Passed with Requisite Majority |
| 4. | Appointment of M/s A.NATANI & COMPANY, Chartered Accountants, Jaipur, Firm Registration No. 007347C, as statutory Auditors of the Company and fixing their remuneration | Ordinary Resolution | E-voting and poll at the AGM | Passed with Requisite Majority |
| 5. | To Re-appoint Mr. Bimal Roy Soni (DIN: 00716246) as Managing Director, who has completed his tenure period of 5 years | Ordinary Resolution | E-voting and poll at the AGM | Passed with Requisite Majority |



Annexure-II

| Soni Medicare Limited 29th Annual General Med | eting (AGM) Voting Results |
|--|----------------------------|
| Date of the AGM | September 26th, 2017 |
| Total number of shareholders on record date(i.e. 19th September, 2017- cut-off date for voting purpose) | 387 |
| No. of shareholders present in the meeting either in person through proxy: Promoters and promoter group: Public: | 3 28 |
| No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter group: Public: | Not Arranged |

Agenda-wise disclosure

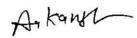
| Resolution Re | equired(Ordinary/Sp | ecial): | 8 | Item No. 1: Ordinary resolution for Adop & Loss for the year ended on | tion of the Auc that date (stan | lited Balànce Sh dalone) along w | eet of the company as on 31st M ith the Reports of the Board of D | arch, 2017 and the Statement of Pro irectors and Auditors thereon. |
|-------------------------|------------------------------|---------------------------|---------------------------|---|------------------------------------|-------------------------------------|--|---|
| Whether pro | moter/promoter gro ution? | up are interes | ted in the | | | | No | · |
| Category Mode of Voting | | No. of shares held# | No. of votes polled | % of Votes polled or outstanding shares | No. of votes in favour | No. of votes against | % of votes in favour on votes polled | % of votes against on votes polled |
| * | 2 | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| | T | | 0 | 0 | 0 | 0 | 0 | . 0 |
| romoter and | E- voting | 2976400 | 2976400 | 100 | 2976400 | 0 | 100 | 0 |
| Promoter Group | Poll Postal ballot(if | | - | - | - | - | - | |
| згоцр | applicable) | 2976400 | 2976400 | 100 | 2976400 | 0 | 100 | 0 |
| | Total | 29/0400 | 0 | 0 | 0 | 0 | 0 | 0 |
| oublic - nstitutions | E- voting | 83016 | 0 | 0 | 0 | 0 | 0 | 0 |
| nstitutions | Poll Postal ballot(if | | - | - | - | | <u></u> | |
| | applicable) | 83016 | 0 | 0 | 0 | 0 | 0 | 0 |
| . 1 11 | Total | 92010 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public – Non | E- voting | 1205484 | | | 37540 | 0 | 100 | 0 |
| von nstitutions | Poll | | 37540 | 3.11 | 3/340 | | | |
| | Postal ballot(if applicable) | | - | 7 | 6 | 5 19 <u>1</u> | | |
| | Total | 1205484 | 37540 | 3.11 | | 0 | 100 | 0 |
| Total | 1000 | 4264900 | 3013940 | 70.67 | 3013940 | 匠口の気 | 100 | 0 |

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| Resolution Require | ed(Ordinary/Spe | cial): | | Item No. 2: No Dividend was dec members. | lared durir | ng the Finar | ncial Year hence no requirem | ent to pass resolution and consent of |
|---------------------------------------|------------------------------------|----------------|--------------|--|------------------------------|----------------------------|--|---------------------------------------|
| Whether promoter the agenda/resolu | r/promoter grou | p are intere | sted in | i a | | | | |
| Category | Mode of Voting | Mode of No. of | shares votes | tes 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 | E- voting | - | | | - | | | |
| Promoter Group | Poll | 1 | | | | | 1 1 | |
| Tromotor at our | Postal ballot(if applicable) | | .=- | | | | | |
| | Total | | | | | = | (<u>-</u> 2 | - - |
| Public - | E- voting | - | | <u></u> | | | | |
| Institutions | Poll | - | | | | - | | |
| mstreetono | Postal ballot(if applicable) | - | | - | - | | | <u>-</u> |
| | Total | 33 | | | | <u></u> | | |
| Public - | E- voting | - | | | k ## | - | () | |
| Non institutions | Poll | - | | | | 1840 | | |
| | Postal ballot(if applicable) | - | | - | | - | | |
| | Total | | | - 15 -8 | | | | 1-1 |
| Total | | - | - | - | (55) | - | | epone |

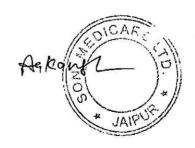


| Resolution Required(Ordinary/Special): Whether promoter/promoter group are interested in the agenda/resolution? | | | | Item No. 3 Ordinary resolution for appoint a director in place of Mrs. Anju Soni (DIN: 00716193), who retires by rotation, and being eligible offers herself for re-appointment. | | | | | |
|--|-----------------------|---------------------------|---------------------------|--|------------------------------|-------------------------|--------------------------------------|---------------------------------------|--|
| | | | | | Yes | | | | |
| Category | Mode of Voting | No. of shares held# | No. of votes polled | % of Votes polled or 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 | |
| | | | 0 | 0 | 0 | 0 | 0 | 0 | |
| Promoter and Promoter Group | E- voting | 2976400 | | 83.44 | 2483700 | 0 | 100 | 0 | |
| | Poll | 200 | 2483700 | , 05.44 | 2400700 | | | <u>-</u> | |
| | Postal ballot(if | - | . – | | | | | | |
| | applicable) | 2976400 | 2483700 | 83.44 | 2483700 | 0 | 100 | 0 | |
| Public - Institutions | E- voting | 83016 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal ballot(if | _ | | . = | _ | - | | | |
| | applicable) Total | 83016 | 0 | 0 | 0 | _ 0 | 0 | 0 | |
| Public - | E- voting | 1205484 | 0 | 0 | 0 | 0 | 0 | | |
| Non institutions | 702 10 pts. | | 37540 | 3,11 | 37540 | 0 | 100 | 0 | |
| | Poll Postal ballot(if | - | | | - | | | - | |
| | applicable) | 1205484 | 37540 | 3.11 | 37540 | 0 | 100 | 0 | |
| Total | Total . | 4264900 | 2521240 | 59.11 | 2521240 | 0 | 100 | 0 | |





| Resolution Required(Ordinary/Special): Whether promoter/promoter group are interested in the agenda/resolution? | | | | Item No. 4: Ordinary resolution for Appointment of M/s A.Natani & Company, Chartered Accountants, Jaipur, Firm Registration No. 007347C, as statutory Auditors of the Company and fixing their remuneration. | | | | | |
|--|-----------------------|---------------------------|---------------------------|--|------------------------------|----------------------|--------------------------------------|------------------------------------|--|
| | | | | No | | | | | |
| Category | Mode of Voting | No. of shares held# | No. of votes polled | % of Votes polled or 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 | |
| December | E- voting | 2976400 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Promoter and Promoter Group | Poll | | 2976400 | 100 | 2976400 | 0 | 100 | 0 | |
| | Postal ballot(if | | | - | _ | 8 | - | | |
| | applicable) | 2976400 | 2976400 | 100 | 2976400 | 0 | 100 | 0 | |
| Public - Institutions | E- voting | 83016 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal ballot(if | _ | | | | | - | | |
| | applicable) Total | 83016 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Public – | E- voting | 1205484 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Non institutions | | | 37540 | 3.11 | 37540 | 0 | 100 | 0 | |
| | Poll Postal ballot(if | - | - 3/54U - | - 3.11 | - | | | | |
| | applicable) Total | 1205484 | 37540 | 3.11 | 37540 | 0 | 100 | 0 | |
| Total | Total | 4264900 | 3013940 | 70.67 | 3013940 | 0 | 100 | 0 | |



| Resolution Required(Ordinary/Special): Whether promoter/promoter group are interested in the agenda/resolution? | | | | Item No. 5: Ordinary resolution for to Re-appointment of Mr. Bimal Roy Soni (DIN: 00716246) as Managing Director, for the period of five years. | | | | | |
|--|------------------------------|---------------------------|---------------------------|---|------------------------------|-------------------------|---|------------------------------------|--|
| | | | | No | | | | | |
| Category | Mode of Voting | No. of shares held# | No. of votes polled | % of Votes polled or 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 | E- voting | 2976400 | 0 | 0 | 0 | 0 | . 0 | 0 | |
| and | Poll | | 1308700 | 43.96 | 1308700 | 0 | 100 | 0 | |
| Promoter Group | Postal ballot(if applicable) | <u>=</u> | 8= | - | 1 - 1 | | - | | |
| | Total | 2976400 | 1308700 | 43.96 | 1308700 | 0 | 100 | 0 | |
| Public - Institutions | E- voting | 83016 | 0 | Ō | 0 | 0 | 0 | 0 . | |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Postal ballot(if applicable) | , | - | _ | - | - | - | | |
| | Total | 83016 | 0 | 0 | 0 | 0 | 0 | 0 | |
| Public - Non institutions | E- voting | 1205484 | 0 | 0 | 0 | 0 | 0 | 0 | |
| | Poll | | 37540 | 3.11 | 37540 | 0 | 100 | 0 | |
| | Postal ballot(if applicable) | - | | - | <u>/</u> | - 1 | s= 5 | 1== | |
| | Total | 1205484 | 37540 | 3.11 | 37540 | 0 | 100 | 0 | |
| Total | | 4264900 | 1346240 | 31.56 | 1346240 | 0 | 100 | 0 | |

