

### Voting Results

Date of AGM	28th September, 2016
Total number of shareholders on record date	6859
No. of shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoters Group	1
- Public	52
No. of Shareholders attended the meeting through Video Conferencing	
- Promoters and Promoters Group	Not Applicable
- Public	Not Applicable

**Agenda- wise disclosure**

**Resolution No -1** To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2016 the report of Board of Directors and Auditors thereon

Resolution required: Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution? : No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )'	( 2 )'	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7540305	7540305	100.00	7540305	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		7540305	7540305	100.00	7540305	0	100.00
Public Institutions	E-Voting	10476	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		10476	0	0	0	0	0
Public Non Institutions	E-Voting	2703969	726645	26.87	726645	0	100.00	0.00
	Poll		16445	0.61	16445	0	100.00	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		2703969	743090	27.48	743090	0	100.00
<b>Total</b>		<b>10254750</b>	<b>8283395</b>	<b>80.78</b>	<b>8283395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

**Resolution No -2** Re-appointment of Mr. B. P. Srinivasan DIN (02543837) , as Director, who retire by rotation

Resolution required: Ordinary

Whether promoter/ promoter group are interested in the agenda/resolution? : No

Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )'	( 2 )'	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7540305	7540305	100.00	7540305	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		7540305	7540305	100.00	7540305	0	100.00
Public Institutions	E-Voting	10476	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		10476	0	0	0	0	0
Public Non Institutions	E-Voting	2703969	726645	26.87	726645	0	100.00	0.00
	Poll		16445	0.61	16445	0	100.00	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	<b>Total</b>		2703969	743090	27.48	743090	0	100.00
<b>Total</b>		<b>10254750</b>	<b>8283395</b>	<b>80.78</b>	<b>8283395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>



Resolution No -3 Ratification of appointment if M/s Singhi & Co. Chartered Accountants, New Delhi as Auditor and fix their Remuneration								
Resolution required: Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution? : No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )'	( 2 )'	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7540305	7540305	100.00	7540305	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		7540305	7540305	100.00	7540305	0	100.00
Public Institutions	E-Voting	10476	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10476	0	0	0	0	0
Public Non Institutions	E-Voting	2703969	726645	26.87	726645	0	100.00	0.00
	Poll		16445	0.61	16445	0	100.00	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2703969	743090	27.48	743090	0	100.00
<b>Total</b>		<b>10254750</b>	<b>8283395</b>	<b>80.78</b>	<b>8283395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No -4 Renewal of Remuneration of Mr. Anil Khaitan, Chairman cum managing Director ( DIN -00759951)								
Resolution required: Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution? : Yes								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )'	( 2 )'	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7540305	7540305	100.00	7540305	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		7540305	7540305	100.00	7540305	0	100.00
Public Institutions	E-Voting	10476	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10476	0	0	0	0	0
Public Non Institutions	E-Voting	2703969	726645	26.87	726645	0	100.00	0.00
	Poll		16445	0.61	16445	0	100.00	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2703969	743090	27.48	743090	0	100.00
<b>Total</b>		<b>10254750</b>	<b>8283395</b>	<b>80.78</b>	<b>8283395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>

Resolution No -5 Approval of Charges for Services of documents on the Members								
Resolution required: Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution? : No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		( 1 )'	( 2 )'	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	7540305	7540305	100.00	7540305	0	100.00	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		7540305	7540305	100.00	7540305	0	100.00
Public Institutions	E-Voting	10476	0	0	0	0	0	0.00
	Poll		0	0	0	0	0	0.00
	Postal Ballot		N.A	N.A	N.A	N.A	N.A	N.A
	Total		10476	0	0	0	0	0
Public Non Institutions	E-Voting	2703969	726645	26.87	726645	0	100.00	0.00
	Poll		16445	0.61	16445	0	100.00	0.00
	Postal Ballot (if applicable)		N.A	N.A	N.A	N.A	N.A	N.A
	Total		2703969	743090	27.48	743090	0	100.00
<b>Total</b>		<b>10254750</b>	<b>8283395</b>	<b>80.78</b>	<b>8283395</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>





**Consolidated Scrutinizer's Report**

[Pursuant to Section 108 & 109 of the Companies Act, 2013 and rule 20 (3) (xi) and 21(2) of the Companies (Management and Administration) Rules, 2014]

To,  
The Chairman  
42<sup>nd</sup> Annual General Meeting of the Equity Shareholders  
of **Sunil Healthcare Limited** held on **28<sup>th</sup> September, 2016 at 3.00 P.M.**  
at **Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti Marg, New Delhi-110016**

Dear Sir,

I, Tara Chand Sharma, Proprietor of M/s. Jain Sharma & Associates, a Company Secretary Firm having its office at O-11, IInd Floor, Amber Tower, S.C. Road, Jaipur-302001, Rajasthan, was appointed as a scrutinizer of Sunil Healthcare Limited ("the Company") for the purpose of scrutinizing the Remote e-voting process in a fair and transparent manner and ascertaining the requisite majority on Remote e-voting, carried out as per the provisions of Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and Administration) Rules, 2014, and the poll taken on the resolutions, as set out in the Notice dated August 11, 2016 convening the 42<sup>nd</sup> Annual General Meeting of the Equity Shareholders of Sunil Healthcare Limited, held on the 28<sup>th</sup> September, 2016 at 3.00 P.M. at Modi Hall, Ground Floor, PHD Chamber of Commerce and, Industry PHD House, 4/2, SIRI Institutional Area, August Kranti, Marg New Delhi-110016.

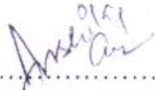
We submit our Report as under:

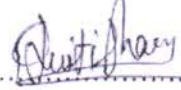
1. The Remote e-voting remained open from September 25, 2016 at (10.00 A.M.) to September 27, 2016 at (05.00 P.M.).
2. The Shareholders holding shares as on the "cut off" date i.e. September 21<sup>st</sup>, 2016, were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice dated August 11, 2016 convening the 42<sup>nd</sup> Annual General Meeting of Sunil Healthcare Limited).
3. After the time fixed for closing of the poll by the Chairman, ballot box kept for polling were locked in my presence with due identification marks placed by me.
4. 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 Agent of the Company and the authorizations/ proxies lodged with the company.

**O-11, IInd Floor, Amber Tower, S. C. Road, Jaipur**  
**Cell : 9414078940 Ph. : 0141-4016962, 0141-2378079**  
**E-mail:cstarachand@gmail.com**



5. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. The remote e-voting was unblocked on 28<sup>th</sup> September 2016 around 01:00 P.M. in the presence of two witnesses, Ms. Anshika Gupta R/o 4-E-432 Jai Narayan Vyas Colony, Bikaner and Ms. Priti Sharma R/o Laxmi Narayan Puri, Mandir Parisar, Out of Surajpole Gate, Jaipur-302003 (who are not in the employment of the Company). They have signed below in confirmation of the votes being unblocked in their presence.

  
 Name: CS Anshika Gupta

  
 Name: CS Priti Sharma

7. For further details on voting through poll kindly refer to my Scrutinizers report in Form MGT-13.
8. The overall result of Remote e-voting and Poll at AGM is as under :

**Resolution 1:** To consider and adopt the Audited Financial Statement of the Company for the financial year ended 31st March 2016 the report of Board of Directors and Auditors thereon.

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

Mode of Polling	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote e-voting	12	8266950	100
Physical	36	16445	99.51
Total	48	8283395	99.99

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

Mode of Polling	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL



(iii) Invalid votes:

Mode of Polling	Total numbers of members whose votes were declared invalid	Total number of votes cast by them
Remote e-voting	-	-
Physical	1	81
Total	1	81

**Resolution 2:** Re-Appointment of Mr. B. P. Srinivasan DIN (02543837), as Director, who retire by rotation.

(i) Voted in favour of resolution:

Mode of Polling	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote e-voting	12	8266950	100
Physical	36	16445	99.51
Total	48	8283395	99.99

(ii) Voted against the resolution:

Mode of Polling	Number of members voted through electronic voting system and poll	Number of votes cast in favour of resolution	% of total number of valid votes cast
Remote e-voting	NIL	NIL	NIL
Physical	NIL	NIL	NIL
Total	NIL	NIL	NIL



