
UDIN: F005182E001518001

CONSOLIDATED SCRUTINIZER'S REPORT FOR E-VOTING

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended]

To,
The Chairman of the 34th Annual General meeting of the shareholders of Regency Hospital Limited;(CIN:U85110UP1987PLC008792), held on Friday,27thOctober, 2023 commenced at 11:30 A.M. at the Corporate Office B-5, Sarvodaya Nagar, Kanpur, Uttar Pradesh-208005, India("Meeting or AGM").

Dear Sir,

1. I, CS SurendraKumar Sahu, Company Secretary in practice, have been appointed as Scrutinizer by the Board of Directors of the Company for the purpose of Scrutinizing the process of voting through electronic means and e-voting on the resolutions contained in the Notice of Thirty -Fourth Annual General Meeting of the members of the Company held on 27th day of October 2023 at the Corporate Office B-5, Sarvodaya Nagar, Kanpur, Uttar Pradesh-208005, India.

The Notice dated 29th September 2023 along with statement setting out material facts under Section 102 of the Act were sent to shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.

2. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- a. process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
- b. process of e-voting at the AGM through electronic voting system ("e-voting at Meeting") and physical ballot process at the time of poll at the AGM.

3. Management's Responsibility

The Management of the Company is responsible to ensure compliance with the requirements of:

(i) the Act and the Rules made there under; and

(ii) the MCA Circulars; on the resolutions contained in the Notice calling the AGM. The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

4. Scrutinizer's Responsibility

My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting at Meeting) and physical ballot process at the time of poll at the AGM is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by E-voting website of National Securities Depository Limited ("NSDL") [<https://www.evoting.nsdl.com>], the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company for my verification.

5. Cut-off date

The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., 20th October, 2023 were entitled to vote on the resolutions (item nos. 1, 2, 3, 4, 5, 6 and 7 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date.

6. Remote e-voting process:-

- I. The Company appointed NSDL as the agency for providing the platform for remote e-voting and e-voting at the AGM.
- II. The remote e-voting period remained open from 23rd October, 2023 (9:00 a.m. IST) to 26th October, 2023 (5:00 p.m. IST) and the Shareholders were required to cast their vote electronically conveying their assent or dissent in respect of resolutions on the remote e-voting platform provided by NSDL
- III. At the Annual General Meeting held on Friday, 27th October, 2023, the Chairman of the Annual General Meeting (AGM) provided polling papers to enable those shareholders who did not cast their votes by the remote E-voting facility in respect of the resolutions (Item No. 1 to 7 set out in the notice of the Annual General Meeting of the company), to cast their vote at the said AGM
- IV. The votes cast were unblocked on 27th October 2023 after the conclusion of the AGM and was witnessed by two witnesses, who are not in the employment of the Company and/ or Agency engaged for e-voting.

Thereafter, the details containing, inter-alia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of National Securities Depository Limited

("NSDL")(<https://www.evoting.nsdl.com>). Based on the report generated and relied upon by me, data regarding the remote e-voting was scrutinized.

7. Voting process at the AGM:-

i. After the time fixed for closing of the e-voting by the Chairman, the electronic system recording the e-voting (e-votes) was locked by NSDL.

ii. The e-voting system was scrutinized and e-votes were reconciled with the records maintained by the Company / NSDL and the authorizations lodged with the Company/ RTA,

iii. The e-votes cast were unblocked on 27th October 2023 after the conclusion of the AGM.

iv I have recorded details of all the votes casted by the shareholders through remote E-voting and by poll and have also checked and verified the same. I have also carried out full count of the votes.

iv. Thereafter, the reports containing inter-alia, list of Equity Shareholders who voted "for, or against" each resolution that was put to vote were generated from E-voting website of National Securities Depository Limited ("NSDL")(<https://www.evoting.nsdl.com>).

7. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting at the Meeting, based on the reports generated by "NSDL" scrutinized and relied upon by me as under:-

Item No. 1.

To consider and adopt the audited financial statements (Standalone and Consolidated) for the financial year ended 31 March 2023 together with the Reports of the Board of Directors and Auditors thereon as an Ordinary Resolution

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-	10	11948686	100	0	0	0	0

voting							
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 2

To appoint a Director in place of Dr. Rashmi Kapoor (DIN: 01818323), who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks reappointment as an Ordinary resolution

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 3

To consider and if thought fit, ratify the remuneration payable to Mr. Rishi Mohan Bansal, Cost Accountants (Registration No: 102056), Cost Auditors of the Company, for the financial year ending 31 March 2024 and pass the following resolution as an Ordinary Resolution:

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 4

Regularization of Mr. Rajiv Kumar Bakshi (DIN: 00264007) as an Independent Director- Ordinary Resolution:

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 5:

Increase in Borrowing limits under Section 180 (1) (c) of the Companies Act, 2013 upto ₹ 700 Crores-Special Resolution

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 6:

Increase in Investment limits under Section 186 of the Companies Act, 2013 upto ₹240 Crores.-Special Resolution

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

Item No. 7:

Issuance, Offer and Allotment of up to 2,277,212 (Twenty-Two Lakh Seventy-Seven Thousand Two Hundred And Twelve) cumulative, Compulsorily, Convertible Preference Shares on Preferential basis by way of Private Placement To The Investor:-Special Resolution

Mode of voting	Votes in favour			Votes against			Invalid Votes
	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of members who voted	No. of votes cast	% of total no. of votes cast	No. of votes cast
Remote E-voting	10	11948686	100	0	0	0	0
Poll	40	12372	100	0	0	0	0
Total	50	11961058	100	0	0	0	0

8. Based on the above results we report that 02 Ordinary Businesses(Ordinary Resolutions) as set out in Item Nos. 1 & 2 and 05 Special Business (Item No. 3 & 4-Ordinary Resolution, Item No. 5, 6 & 7-Special Resolution) as set out in the Notice of the AGM dated 29thSeptember2023 have been passed with the requisite majority.

9.The electronic data and ballot papers and all other relevant records relating to e-voting are under my safe custody and will be handed over to Mr. Yogi Srivastava, Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the AGM.

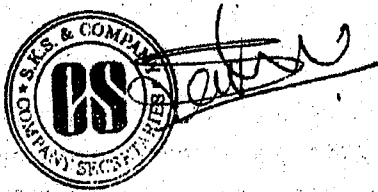
10. This report is issued in accordance with the terms of the Engagement Letter.

11. Restriction on Use

This report has been issued at the request of the Company for (i) placing on website of the Company and (ii) website of NSDL. This report is not to be used for any other purpose or to be distributed by the Company to any other parties. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior consent in writing.

Yours Faithfully
For S K S & CO.

Countersigned by Chairman of Meeting



(SURENDRA KUMAR SAHU)
Practicing Company Secretary
F.C.S. – 5182
C.P. 4040
UDIN: F005182E001518001

(DR. ATUL KAPOOR)
(Chairman elected at AGM)

A circular stamp with the text "REGENCY HOSPITAL LTD." around the top and "KANPUR" around the bottom. A handwritten signature is written over the stamp.

Date: 29/10/2023
Place: Kanpur