
UDIN: F005182E001914584

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 Extra-Ordinary General meeting of the shareholders of Regency Hospital Limited;(CIN:U85110UP1987PLC008792), held on Thursday, 16th November, 2023 commenced at 11:30 A.M. at the Registered Office A-2, Sarvodaya Nagar, Kanpur, Uttar Pradesh-208005, India("Meeting or EGM").

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 Extra-Ordinary General Meeting of the members of the Company held on 16th Day of November 2023 at the Registered Office A-2 , Sarvodaya Nagar, Kanpur, Uttar Pradesh-208005, India.

The Notice dated 25th October 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 EGM 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 EGM, using an electronic voting system on the dates referred to in the Notice calling the EGM ("remote e-voting"); and
- b. process of e-voting at the EGM through electronic voting system ("e-voting at Meeting") and physical ballot process at the time of poll at the EGM.

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 EGM. 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 physical ballot process at the time of poll at the EGM 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., 9th November, 2023 were entitled to vote on the resolutions (item nos. 1, 2 and 3 as set out in the Notice calling the EGM) 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.
- II. The remote e-voting period remained open from 12th November 2023 (9:00 a.m. IST) to 15th November, 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 Extra-Ordinary General Meeting held on Thursday, 16th November, 2023, the Chairman of the Extra-Ordinary General Meeting (EGM) instructed company secretary to provide 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 3 set out in the notice of the Extra-Ordinary General Meeting of the company), to cast their vote at the said EGM
- IV. The votes cast were unblocked on 16th November 2023 after the conclusion of the EGM 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 EGM:-

- 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 16th November 2023 after the conclusion of the EGM.
 - 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.

**ADOPTION OF RESTATED AND AMENDED ARTICLES OF ASSOCIATION OF THE COMPANY
(Special Resolution)**

Mode of voting	Votes in favour (valid votes)			Votes against (Valid Votes)			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	9146619	100	1	10	0	0

voting.							
Poll	40	4493911	100	0	0	0	0
Total	50	13640530	100	1	10	0	0

Item No. 2

REMUNERATION AND PERFORMANCE BONUS TO MR. ABHISHEK KAPOOR HOLDING OFFICE/ PLACE OF PROFIT IN THE COMPANY (Ordinary resolution)

Mode of voting	Votes in favour(Valid Votes)			Votes against(Valid Votes)			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	9	4650470	100	1	10	0	4327909*
Poll	40	4493911	100	0	0	0	0
Total	49	9144381	100	1	10	0	4327909

*members not entitled to vote on this resolution

Item No. 3

REMUNERATION AND PERFORMANCE BONUS TO DR. ATUL KAPOOR, THE MANAGING DIRECTOR OF THE COMPANY (Ordinary Resolution):-

Mode of voting	Votes in favour(Valid Votes)			Votes against(Valid Votes)			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	8	937082	100	1	10	0	1630649*
Poll	40	4493911	100	0	0	0	0
Total	48	5430993	100	1	10	0	1630649

*members not entitled to vote for this resolution

8. Based on the above results we report that 1 Special Resolution as set out in Item No. 1 passed with requisite majority and that 2 Ordinary Resolutions being Item Nos. 2&3 as set out in the Notice of the EGM have also 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 EGM.

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.

**SURENDRA
KUMAR SAHU**

Digitally signed by
SURENDRA KUMAR
SAHU
Date: 2023.11.16
16:33:40 +05'30'

(SURENDRA KUMAR SAHU)
Practicing Company Secretary
F.C.S. No. 5182, C.P. 4040
UDIN: F005182E001914584

Peer Review Certificate No. 1551/2021

Date: 16 /11/2023

Place: Kanpur

Countersigned by Chairman of Meeting



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