



SHL/SEC/1st Postal Ballot-2022-23

June 20, 2022

The Bombay Stock Exchange Limited
Listing Department,
1st Floor, New Trading Ring,
Rotunda Building,
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai – 400 001.

The Calcutta Stock Exchange Ltd.
7, Lyons Range
Kolkata - 700 001 India

Company Code: 537253

Dear Sir/Ma'am,

Sub: : Proceedings cum declaration of results alongwith Scrutinizer Report of the 1st Ballot of financial



PROCEEDINGS AND RESULTS OF THE 01ST/2022-23 EXTRAORDINARY GENERAL MEETING OF THE MEMBERS OF SUNIL HEALTHCARE LTD ON SATURDAY, THE 18TH DAY OF JUNE 2022 CONVENED THROUGH 01ST POSTAL BALLOT-REMOTE E-VOTING ONLY AT THE REGISTERED OFFICE AT 38E/252A, VIJAY TOWER, SHAHPUR JAT, NEW DELHI-110049.

Pursuant to provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulation, 2015, Section 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("Rules") (including any amendment(s), statutory modification(s) or re-enactment(s) thereof), Secretarial Standard-2 on General Meetings ("SS-2") issued by the Institute of the Company Secretaries of India, including any statutory modification(s), clarification(s), substitution(s) or re-enactment(s) thereof for

the time being in force and guidelines prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings/communicating process through e-voting

SEBI Circulars Nos. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars") and Circulars, and other applicable laws, rules and regulations, if any, the approval or the said extraordinary shareholders/Members through special resolution was sought by

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Group	Total		1327211	17.6016	1327211	0	100.000 0	0.0000
Public Institutions	E-Voting	10476	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		0	0.0000	0	0	0.0000	0.0000
Public Non Institutions	E-Voting	2703969	744581	27.5366	744284	297	99.9601	0.0399
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		744581	27.5366	744284	297	99.9601	0.0399
Total		10254750	2071792	20.2032	2071495	297	99.9857	0.0143

NOTE: NO INVALID VOTE COUNTRIES IN POSTAL BALLOT

Housing –I: The expenditure by the Company on hiring accommodation for him shall be subject to a Ceiling of 60% (sixty percent) of his salary over and above 10% (ten percent) payable by him.

Housing – II Where the Company does not provide accommodation to him, House Rent Allowance subject to the ceiling laid down in Housing –I, shall be paid to him.

Medical Benefits: Reimbursement of expenses actually incurred the total cost of which to the Company shall not exceed one month's salary in a year or three month's salary in a block of three years.

Leave Travel Concession: For him and his family, once in a year upto two months' salary shall be provided.

Personal Attendant: Reimbursement of expenses actually incurred, the total cost of which to the Company shall not exceed R 9,500/- (Rupee Nine Thousand Five Hundred Only) per month.

Part-B:

The Company's Contribution towards Provident Fund, Superannuation Fund or Annuity Fund: Such contribution to the extent these either singly or put together are not taxable under the Income-tax Act, 1961.

Gratuity:

Payable in accordance with the Gratuity Scheme of the Company, provided that this shall not exceed one-half month's salary for each completed year of his services with the Company, subject to a ceiling as per applicable Law.

such notice.

Minimum remuneration in case of inadequate profits

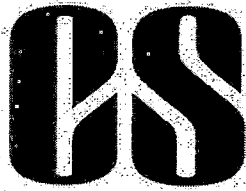
In the absence or inadequacy of profits in any financial year, the remuneration as set out above shall be paid as minimum remuneration, provided however, that total remuneration by way of salary, allowances, perquisites and other benefits shall not exceed limit prescribed in proviso of Section II (A) of Part II of Schedule – V of the Companies Act, 2013 or such other limit as may be prescribed by the Central Government from time to time as minimum remuneration.

RESOLVED FURTHER THAT board of Directors of the Company be and is hereby authorized to take all such appropriate steps and to do all such acts, deeds and things to give effect to the above mentioned resolution.

RESOLVED FURTHER THAT the certified copy of this resolution duly certified by any of the Directors or the Chief Financial Officer or the Company Secretary be issued to the appropriate authorities”

Vote of thanks.

Thereafter, the proceeding of meeting through postal ballots conducted through remote e-voting were concluded with a vote of thanks.



JAIN SHARMA & ASSOCIATES
COMPANY SECRETARIES

Insolvency Professional Registered Valuer
(Securities or Financial Assets)

First Floor, A-2, Friends Colony, Near Ram

Mandir, Lal Kothi, Jaipur-302015 (Raj) Email: -

cstarachand@gmail.com

M. No. 9414078940

Report of Scrutinizer for voting through e-voting on Postal Ballot
[Pursuant to Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of
the Companies (Management and Administration) Rules 2014]

To,
Mr. Anil Kumar Khaitan,
The Chairman & Managing Director
SUNIL HEALTHCARE LIMITED

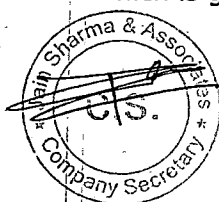
38E/252A, Vijay Tower, 3rd floor, Panchsheel Commercial Complex, Shahpur Jat, New Delhi-110049

Dear Sir,

Scrutinizer report on Voting through e-voting for Postal Ballot in terms of Section 108 and 110 of the Companies Act, 2013 and Rule 20 and 22 of the Companies (Management and Administration) Rules 2014.

3/2022 dated May 05, 2022 (collectively referred to as the "MCA Circulars") and Circular Nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ("SEBI Circulars") and applicable provisions of the SEBI (Listing Regulations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations"), the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India. The Company completed dispatch of Notice along with explanatory statement through Electronic Mode on May 17, 2022 to those members whose name(s) appeared on the Register of Members/List of beneficiaries and had updated their registered Email ID as on Friday, May 13, 2022 ("Cut off Date"), also Company made the publication of completion of dispatch of the notice on May 18, 2022 in Pioneer Newspaper both Hindi and English version.

- D. The remote e-voting facility was provided by Link Intime India Private Ltd.
- E. Members were required to communicate their assent or dissent only through remote e- voting system in terms of the said MCA Circulars.
- F. The e-voting period commenced on Friday May 20, 2022 at 9.00 A.M. (IST) and ended on Saturday, June 18, 2022 at 5.00 P.M. (IST) for voting through e-voting.
- G. The e-voting was blocked at 5:00 P.M. (IST) on Saturday, June 18, 2022 and the e-voting summary statement was downloaded from e-voting website of Link Intime India Private Ltd.
- H. Total 6789 Members holding shares as on the "cut off" date i.e. Friday, May 13, 2022, were entitled to vote on the proposed resolution.
- I. The register, in accordance with Rule 20 and Rule 22 of the Companies (Management & Administration) Rules, 2015, has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them. There were no shares with differential voting rights in the Company, hence there is no requirement of maintaining of the list of shares with differential voting rights.
- J. The agenda for postal ballot is Re-appointment and payment of remuneration to Shri Anil Kumar Khaitan (DIN:-00759951) as Chairman & Managing Director of the Company as per section 196, 197 and 203 ,read with PART I and Para (A) of the Section II of the PART II of Schedule V of the Companies Act, 2013 and all other applicable provision, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014. Accordingly, we have reconciled the voting results which is given in below table.



Result of the Postal Ballot through e-voting is as under:

Resolution Required: (Special)	1. Re-appointment and payment of remuneration to Shri Anil Kumar Khaitan (DIN:- 00759951) as Chairman & Managing Director of the Company.
Whether promoter/ promoter group are interested in the agenda/resolution?	