



**SCRUTINIZER'S REPORT ON REMOTE E-VOTING
FOR INDRAPRASTHA MEDICAL CORPORATION LIMITED**

**The Chairman
Indraprastha Medical Corporation Limited
Sarita Vihar, Mathura Road,
New Delhi - 110 076**

**27TH ANNUAL GENERAL MEETING OF THE MEMBERS OF INDRAPRASTHA
MEDICAL CORPORATION LIMITED HELD ON TUESDAY, THE SEPTEMBER
29, 2015 AT 10.30 A. M. AT FICCI K. K. BIRLA AUDITORIUM, 1, TANSEN
MARG, NEW DELHI – 110 001.**

**SUBJECT: PASSING OF RESOLUTIONS THROUGH ELECTRONIC VOTING
PURSUANT TO SECTION 108 OF THE COMPANIES ACT, 2013 READ WITH
RULE 20 OF THE COMPANIES (MANAGEMENT AND ADMINISTRATION)
AMENDMENT RULES, 2015.**

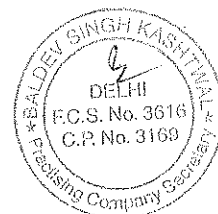
Dear Sir,

1. Pursuant to the resolution passed by the Board of Directors of Indraprastha Medical Corporation Limited. (hereinafter referred to as **(the "Company")**) on 7th August, 2015 I have been appointed as a Scrutinizer for the e-voting process as mentioned under Rule 20(4)(ix) of the Companies (Management and Administration) Amendment Rules, 2015.
2. The Company engaged National Securities Depository Limited ("**NSDL**") 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 27th Annual General Meeting ("**AGM**") of the Company, which was held on Tuesday, the 29th September, 2015. National Securities Depository Limited ("**NSDL**") had set up e-voting facility on their website, <https://evoting.nsdl.com>. The Company had uploaded all the items of the business to be transacted on the website of the Company and also it's Service Provider to facilitate their shareholders to cast their vote through e-voting.



3. As on the cutoff date for the despatch of notice of annual general meeting, there were 41900 Shareholders of the Company. The Notice of Annual General Meeting and Circular for e-voting was sent through email to 14330 Shareholders whose email id was made available by the two depositories and for those holding in physical form to the extent it was available with the RTA and in the physical form to 27570 shareholders. There were 477 incremental shareholders who became member after the despatch of notice.
4. 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.
5. The cutoff date (Record date) for the purposes of identifying the Shareholders who will be entitled to vote on the resolutions placed for the approval of the shareholders was 22.09.2015. The e-voting facility was kept open from 26th September, 2015 (09.00 A.M.) to 28th September, 2015 (05.00 P.M.)
6. Pursuant to Rule 20(3)(v) of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of annual general meeting in Financial Express English Newspaper (All Editions) and in Jansatta, Hindi Newspaper (Delhi Edition) both dated 5th September, 2015. 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.
7. At the end of the voting period on September 28, 2015 at 5.00 P.M. the voting Portal of the service provider was blocked forthwith. On September 29, 2015 after the annual general meeting the votes cast through e-voting facility was duly unblocked by me as a Scrutinizer in the presence of CS Varsha Joshi and CA Sanjay Gupta, who acted as the witnesses, as prescribed in sub Rule (4)(xii) of said Rule 20 of Companies (Management and Administration) Amendment Rules, 2015.
8. Particulars of all votes cast by electronic mode have been entered in the register separately maintained for the purpose in electronic mode.

As a Scrutinizer the report of the e-voting carried by the shareholders was duly complied, the detail of which are as follows.

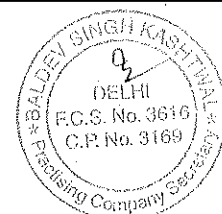


RESOLUTION NO.1 – ORDINARY RESOLUTION FOR ADOPTION OF THE AUDITED BALANCE SHEET OF THE COMPANY AS AT 31ST MARCH, 2015 AND THE STATEMENT OF PROFIT & LOSS FOR THE YEAR ENDED ON THAT DATE ALONG WITH THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

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	34	1267201	100.00%	1.38%
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	34	1267201	100.00%	1.38%

RESOLUTION NO.2 – ORDINARY RESOLUTION FOR DECLARATION OF DIVIDEND ON EQUITY SHARES FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2015.

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	34	1267201	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	
Total Number of Votes against the resolution	2	600	0.05%	0.00%
Total Number of Votes in favour of Resolution	32	1266601	99.95%	1.38%

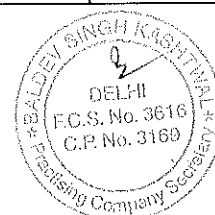


RESOLUTION NO. 3 – ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MS. RENU S. KARNAD (DIN : 00008064) AS DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION.

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	34	1267141	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	2700	0.21%	0.00%
Total Number of Votes in favour of Resolution	31	1264441	99.79%	1.38%

RESOLUTION NO. 4 – ORDINARY RESOLUTION FOR RE-APPOINTMENT OF MS. SUNEETA REDDY (DIN : 00001873) AS DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION

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	33	1267101	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	3100	0.24%	0.00%
Total Number of Votes in favour of Resolution	30	1264001	99.76%	1.38%



RESOLUTION NO. 5 – ORDINARY RESOLUTION FOR RE-APPOINTMENT OF M/S S. C. VASUDEVA & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 000235N) AS STATUTORY AUDITORS OF THE COMPANY AND TO FIX 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	34	1267161	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	3	39260	3.10%	0.04%
Total Number of Votes in favour of Resolution	31	1227901	96.90%	1.34%

RESOLUTION NO. 6 – ORDINARY RESOLUTION FOR APPOINTMENT OF MS. VINEETA RAI AS DIRECTOR OF THE COMPANY.

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	34	1267201	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	4	41300	3.26%	0.04%
Total Number of Votes in favour of Resolution	30	1225901	96.74%	1.34%

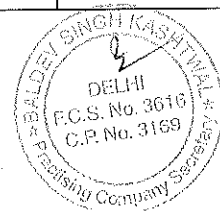


RESOLUTION NO. 7 – ORDINARY RESOLUTION FOR APPOINTMENT OF MR. S. N. SAHAI AS DIRECTOR OF THE COMPANY.

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	34	1267102	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	5	40261	3.18%	0.04%
Total Number of Votes in favour of Resolution	29	1226841	96.82%	1.34%

RESOLUTION NO. 8 – ORDINARY RESOLUTION FOR APPOINTMENT OF PROF. RANJIT ROY CHAUDHURY AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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	33	1267101	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	4	40120	3.17%	0.04%
Total Number of Votes in favour of Resolution	29	1226981	96.83%	1.34%

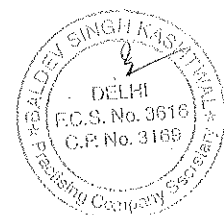


RESOLUTION NO. 9 – ORDINARY RESOLUTION FOR APPOINTMENT OF DR. ARUN RAI AS AN INDEPENDENT DIRECTOR OF THE COMPANY.

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	34	1267102	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	5	41320	3.26%	0.04%
Total Number of Votes in favour of Resolution	29	1225782	96.74%	1.34%

RESOLUTION NO. 10 – ORDINARY RESOLUTION TO APPROVE THE REMUNERATION OF THE COST AUDITORS FOR THE YEAR ENDING 31ST MARCH, 2016.

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	35	1267202	100.00%	1.38%
Total Number of Invalid Votes	0	0	0	0
Total Number of Votes against the resolution	1	500	0.04%	0.00%
Total Number of Votes in favour of Resolution	34	1266702	99.96%	1.38%

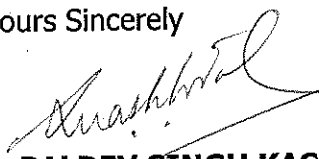


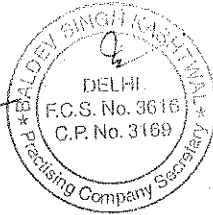
All the resolutions contained in the notice dated 7th August, 2015 calling 27th annual general meeting of the Company stand passed under e-voting process with requisite majority.

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 Vice – President cum Company Secretary of the Company who is authorised by the Board for safe keeping.

Thanking you,

Yours Sincerely


BALDEV SINGH KASHTWAL
PRACTISING COMPANY SECRETARY
SCRUTINIZER
C. P. NO. 3169



Place : New Delhi
Dated : September 29, 2015

WITNESS :

1. CS Varsha Joshi: 
D/o Shri Nand Kishor Joshi
B – 221, Brij Vihar,
Ghaziabad (U.P.) 201011

2. CA Sanjay Gupta : 
109 (1st floor) Madhuban Tower
A-1, V. S. Block, Shakarpur
Crossing, Delhi-110 092