MedPlus Health Services Limited

Date: 27th September, 2022

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai – 400001

National Stock Exchange of India Limited
Exchange Plaza , 5th Floor
Plot No. C/1, G Block,
Bandra - Kurla Complex
Bandra (East), Mumbai - 400051

Dear Sir/Madam,

Sub: Proceedings of the 16th Annual General Meeting of Equity shareholders of the Company.

This is to inform you that, the 16th Annual General Meeting (AGM) of the Members of MedPlus Health Services Limited (the "Company") was held on Monday, 26th September 2022, 4.00 P.M. IST, through video conferencing (VC) / OAVM and concluded at 5:44 P.M. IST.

We hereby enclose the proceeding of the 16th AGM of members of the Company.

This is for your information and record.

Yours faithfully,

For MedPlus Heath Services Limited

SHILPI KESWANI Digitally signed by SHILPI KESWANI Date: 2022.09.27 14:19:27 +05'30'

Shilpi Keswani
Company Secretary

a/a

Proceedings of the 16th Annual General Meeting of Equity shareholders of the Company.

The 16th Annual General Meeting (AGM) of the Members of MedPlus Health Services Limited (the "Company") was held on Monday, 26th September 2022, through video conferencing (VC) / OAVM.
The meeting commenced at 4:00 P.M. IST and concluded at 5:44 P.M. IST.

Directors present through VC:

1) Mr. Madhukar Gangadi Reddy – Chairman and Managing Director
2) Mr. Murali Sivaraman – Non-Executive Independent Director and Chairman – Audit Committee.
3) Ms. Hiroo Mirchandani – Non-Executive Independent Director and Chairperson – NRC & CSRC.
4) Mr. Madhavan Ganesan – Non-Executive Independent Director and Chairman – RMC & SRC.
5) Mr. Anish Kumar Saraf – Non-Executive Director
6) Mr. Atul Gupta – Non-Executive Director

In attendance through VC:

1) Ms. Shilpi Keswani – Company Secretary
2) Mr. Arpan Jain – Representative of BSR & Associates LLP, Chartered Accountants, Statutory Auditor
3) Ms. Rashida Adenwala – Practising Company Secretary, representative of R&A Associates, Secretarial Auditor

Shareholders present through VC / Other audio-visual means: 75

Pursuant to Article 87 of Article of Association of the Company, Mr. Madhukar Gangadi Reddy, Chairman presided over the meeting and welcomed the shareholders, and informed them that in accordance with the circular of the Ministry of Corporate Affairs the 16th Annual General Meeting is being held through VC / OAVM means and that the Annual Report has been sent to all members on their registered email addresses. The Chairman introduced the directors, statutory auditor, and secretarial auditor participating through VC / OAVM. A requisite quorum being present, the Chairman called the meeting to order and handed over the proceeding to Ms. Shilpi Keswani, Company Secretary to make the statutory announcements.

The Company Secretary *inter-alia* extended her gratitude and informed the shareholders that:

i. The meeting was being held through VC/OAVM In accordance with the provisions of Companies Act, 2013 and various circulars issued by the Ministry of Corporate Affairs (MCA) and the Securities and Exchange Board of India (SEBI), also that proxy related procedures were not available.

ii. The Registers and other statutory documents and reports as required to be placed at the AGM were open for inspection electronically.

iii. The Notice of the 16th AGM dated 2nd September 2022 and Annual Report containing the financial statements, board's report, auditor's report, and other reports along with corrigendum to Annual Report were already circulated to the members at their registered email address and taken as read.

iv. Since there were no qualifications, observations, comments or remarks in the statutory auditor's and the secretarial auditor's reports for the Financial Year 2021-22, thus the same were not required to be read at AGM.

The Company Secretary further briefed to the shareholders the resolutions put forth for approval, as under:

ORDINARY BUSINESS:

1. Adoption of the Audited Standalone Financial Statements of the Company for the Financial Year ended 31st March 2022 and the Reports of the Board of Directors and Auditors thereon. (Ordinary Resolution).
2. Adoption of the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2022 and the Report of the Auditors thereon. (Ordinary Resolution).
3. To Appoint a Director in place of Mr. Anish Kumar Saraf (DIN:00322784) who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution).

SPECIAL BUSINESS:

4. Alteration in Articles of Association of the Company. (Special Resolution).
5. Ratification of MedPlus Employees Stock Option and Shares Plan 2009. (Special Resolution).
6. Ratification of MedPlus Employees Stock Option and Shares Plan 2021. (Special Resolution).
7. Approval of Material Related Party Transactions of the Company and its Related Parties. (Ordinary Resolution).
8. Approval of Material Related Party Transactions of Subsidiaries of the Companies and their Related Parties. (Ordinary Resolution).
9. Approval of payment of remuneration to Non-Executive Directors by way of Commission. (Ordinary Resolution).

The members were informed that the company had provided a remote e-voting facility to members to cast their vote on all resolutions set forth in the Notice of 16th AGM. The remote e-voting facility was opened from 10.00 A.M. (IST) on Friday, 23rd September 2022, to 5.00 P.M. (IST) on Saturday, 25th September 2022. The voting rights were reckoned on the shares held as on the cut-off date i.e., 19th September, 2022.

The members were further informed that members who attended AGM and had not cast their vote using the remote e-voting facility prior to the meeting were provided an opportunity to vote during the AGM through KFin's Instapoll mechanism, and that facility was open during the meeting and up to 15 minutes from the conclusion of the meeting.

The Company had appointed Ms. Rashida Adenwala, Practising Company Secretary (MNO. 4020 and C.P.No.: 2224) as the Scrutiniser for the purpose of scrutinising the process of Instapoll during and remote e-voting held prior the AGM.

The Chairman addressed the shareholders and delivered his speech. The Chairman apprised the shareholders on the Company's progress.

Members were invited to ask questions or seek clarifications/ information with respect to the Company. The queries were adequately responded to by the Company.

The Chairman informed that the e-voting results along with the consolidated Scrutiniser's Report shall be informed to the Stock Exchanges and placed at the website of the company. The Chairman thanked the shareholders for attending the 16th AGM of the Company and declared the meeting as concluded at 5:44 P.M.

Post completion of the Annual General Meeting, after scrutiny of votes the Scrutiniser submitted her Report to the Chairman. As per the report submitted by the Scrutiniser considering the consolidated results of the remote e-voting held prior and e-voting during the AGM, all resolutions (Ordinary and Special) embodied in the Notice of Annual General Meeting dated 2nd September 2022 were passed with requisite majority.