

Date of submission: 30th August 2022

To, The Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code - 539551	To, The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Mumbai – 400 051 Stock Code- NH
---	---

Sub: Summary of proceedings of 22nd Annual General Meeting of Narayana Hrudayalaya Limited held on Tuesday, 30th August 2022

Meeting started at: 11:30 AM

Meeting concluded at: 13:03 PM

Pursuant to the General Circular No. 14/ 2020 dated 8th April 2020, General Circular No. 17/ 2020 dated 13th April 2020, General Circular No. 20/ 2020 dated 5th May 2020 and General Circular No. 02/2021 dated 13th January 2021, General Circular No. 21/2021 dated 14th December 2021 and all other relevant circulars issued by the Ministry of Corporate Affairs (collectively referred to as 'MCA Circulars') and the Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 and SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated 13th May 2022 issued by the Securities and Exchange Board of India (referred to as SEBI Circulars) and in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and with applicable provisions of the Companies Act, 2013, the 22nd Annual General Meeting (AGM) of the Company was held on Tuesday, 30th August 2022 at 11:30 a.m. (IST) through VC/OAVM to transact the business as stated in the Notice dated 8th August, 2022.

A summary of proceedings of the meeting is enclosed herewith.

The consolidated voting results along with the scrutinizer's report will be made available on the Company's website at www.narayanahealth.org, on the website of BSE at <https://www.bseindia.com/> and on NSE at <https://www.nseindia.com/> on or before 1st September, 2022.

Kindly take the same on your records.

Thanking you,

For **NARAYANA HRUDAYALAYA LIMITED**



Sridhar S
Group Company Secretary, Legal and Compliance Officer



Encl: Summary of proceedings of 22nd AGM

Narayana Hrudayalaya Limited

CIN: L85110KA2000PLC027497

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Corporate Office: 261/A, 2nd Floor, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Tel +91 80 7122 2636 | Fax +91 80 2783 2648 | Email: info@narayanahealth.org | www.narayanahealth.org

Appointments

186-0208-0208

Narayana Hrudayalaya Limited
Summary of proceedings of the 22nd Annual General Meeting

The 22nd Annual General Meeting (AGM) of the Members of Narayana Hrudayalaya Limited ('the Company') was held on Tuesday, 30th August 2022 at 11:30 A.M. (IST) through Video Conferencing (VC)/Other Audio-Visual Means (OAVM). The Company while conducting the meeting has complied with the applicable MCA circulars and SEBI circulars.

The Chairman of the Company, Dr. Devi Prasad Shetty welcomed the Members to the 22nd Annual General Meeting. The requisite quorum being present, the Chairman of the meeting called the meeting to order. All the Directors of the Company, Chairman of the Audit Committee, Nomination and Remuneration Committee, Corporate Social Responsibility Committee and Stakeholders' Relationship Committee were present at the Meeting via VC. The representatives of the Statutory Auditor, Deloitte Haskins & Sells LLP and Secretarial Auditors, Ganapathi & Mohan, Company Secretaries were also present at the Meeting via VC.

The Chairman then requested Mr. Sridhar S, Company Secretary to provide general information about the meeting for the benefit of Shareholders' participating in the meeting. Mr. Sridhar S informed the Members that the Company has made available the facility for the shareholders to join the meeting through video conference in pursuance of the provisions of Companies Act, 2013, SEBI regulations & MCA Circulars and live web-streaming of this meeting was also being done through the video conference facility provided by National Securities Depository Limited (NSDL).

Since the meeting was conducted through virtual means, the option of appointing proxy was not allowed as per the Circular of the Ministry of Corporate Affairs. Only Shareholders could attend the meeting. However, authorized representatives of Corporate Shareholders and Institutional Investors who have submitted the authorization resolution could attend and vote at the meeting.

The Company Secretary further informed the Members that the Company had provided the Members the facility to cast their vote through remote electronic voting on all resolutions set forth in the Notice. The Company Secretary also informed the Members who were present at the AGM but who had not cast their votes through remote e-voting can cast their vote during the AGM in the e-voting option provided on the VC screen. Company Secretary also informed the Members that Registers and documents that are required to be made available during the meeting for inspection to the shareholders under the Companies Act, 2013 were available for electronic inspection.

Then the Chairman, Dr. Devi Prasad Shetty delivered the Chairman speech followed by a presentation by Dr. Emmanuel Rupert, Managing Director and Group CEO inter alia on the Company's overall performance, clinical governance, clinical research and digital transformation.

The Chairman announced that with the consent of the Members, the Notice along with the Financial Statements and Directors Report already sent to Members be taken as read and since there were no adverse remarks, qualifications or observations in the Auditors Report and Secretarial Audit Report, it did not call for reading the said reports.

Sridhar S



Narayana Hrudayalaya Limited

CIN: L85110KA2000PLC027497

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Corporate Office: 261/A, 2nd Floor, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Tel +91 80 7122 2636 | Fax +91 80 2783 2648 | Email: info@narayanahealth.org | www.narayanahealth.org

Appointments

186-0208-0208

The following items of business, as per the Notice of AGM dated 8th August 2022 were stated by the Chairman at the meeting for the information of the shareholders:

Item No.	Details of the Agenda Item	Type of Resolution
1	To receive, consider and adopt the audited financial statements of the Company including the audited consolidated financial statements for the financial year ended 31 st March 2022, together with the reports of the Board of Directors and the Auditors thereon	Ordinary Resolution
2	To declare final dividend of Re. 1.00 per Equity Share for the financial year ended 31 st March 2022	Ordinary Resolution
3	To appoint a director in place of Dr. Devi Prasad Shetty (DIN:00252187), who retires by rotation and being eligible, offers himself for re-appointment	Ordinary Resolution
4	To re-appoint M/s. Deloitte Haskins and Sells LLP, Chartered Accountants as statutory auditors of the Company and to fix their remuneration	Ordinary Resolution
5	To ratify remuneration payable to the Cost Auditors for the Financial Year 2022-23	Ordinary Resolution
6	To approve revision in remuneration of Dr. Devi Prasad Shetty (DIN: 00252187) as Whole-time Director of the Company	Special Resolution
7	To approve revision in remuneration of Mr. Viren Prasad Shetty (DIN:02144586) as Whole-time Director, designated as Executive Vice Chairman of the Company	Special Resolution
8	To approve revision in remuneration payable to Dr. Varun Shetty as a Consultant Surgeon, an office or place of profit under the Companies Act, 2013	Ordinary Resolution
9	To approve revision in remuneration payable to Dr. Vivek Shetty as a Consultant Surgeon, an office or place of profit under the Companies Act, 2013	Ordinary Resolution
10	To approve issue of Debt Securities on Private Placement Basis	Special Resolution
11	To approve increase in the limits for providing Loans, Guarantee, Security and making Investments under Section 186 of the Companies Act, 2013	Special Resolution

On invitation from the Chairman of the meeting, Members of the Company addressed the meeting and provided their views on the Company's performance and asked few questions on the financial performance, operations of the company and the future of hospital industry. The queries of the Members were replied by Dr. Devi Prasad Shetty, Chairman, Dr. Emmanuel Rupert, the Managing Director & Group CEO, and Ms. Sandhya J, Group CFO.

Narayana Hrudayalaya Limited

CIN: L85110KA2000PLC027497

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Corporate Office: 261/A, 2nd Floor, Bommasandra Industrial Area, Anekal Taluk, Bangalore 560099

Tel +91 80 7122 2636 | Fax +91 80 2783 2648 | Email: info@narayanahealth.org | www.narayanahealth.org

Sandhya J

Appointments

186-0208-0208



The Chairman of the meeting then informed that the Board of Directors had appointed Mr. Sudhindra K S, Practicing Company Secretary as the Scrutinizer to supervise the remote electronic voting and voting during the AGM in a fair and transparent manner.

The Chairman of the meeting further informed that the results of the remote e-voting and voting at the AGM, together with the Report of Scrutinizer thereon will be declared and published on or before 1st September, 2022. He further, authorized the Company Secretary, Mr. Sridhar S to declare and publish the results.

The Chairman of the meeting thanked the Shareholders for their active participation in the 22nd AGM of the Company and informed that the e-voting facility will remain open for further 15 minutes for shareholders who have not cast the vote, to cast their votes, post which the meeting shall stand concluded.

