TTK Healthcare
LIMITED

TTKH:SECL:GJ:130:16 **August 06, 2016**

National Stock Exchange of India Limited (NSE)
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051

Scrip Code : TTKHLTCARE

Dear Sirs,

Re : Fifty Eighth Annual General Meeting held on 5th August, 2016 – Submission of Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015

We are forwarding herewith the **Voting Results as per Regulation 44 of the SEBI (LODR) Regulations, 2015**, in respect of the items transacted at the above Annual General Meeting along with the following:

(i) Scrutinizer Report relating to e-Voting process;

(ii) Form No.MGT 13 relating to poll conducted at the meeting; and

(iii) Consolidated Scrutinizer Report.

We request you to kindly take the above documents on record.

We also provide below the outcome of the voting process in respect of the business transacted at the above AGM, for your ready reference:

Item No.	Description	Type of Resolution	Result
1.	Adoption of the Audited Financial Statements for the year ended 31st March, 2016 together with the Reports of Directors and Auditors thereon.	Ordinary	Carried unanimously
2.	Declaration of Dividend of Rs.5.00 per share (50%) on the Equity Shares of the Company for the year ended 31st March, 2016.	Ordinary	Carried unanimously
3.	Re-appointment of Mr T T Jagannathan as a Director of the Company.	Ordinary	Carried by Requisite Majority

..... 2

Regd. Office : No. 6, Cathedral Road, Chennai - 600 086, INDIA
Phone : 91-44-28116106 - 08, Fax : 91-44-28116387
Email : info@ttkhealthcare.com Website : www.ttkhealthcare.com
CIN : L24231TN1958PLC003647
(Factory : 5, Old Trunk Road, Pallavaram Chennai - 600 043, INDIA)

TTK Healthcare
LIMITED

Item No.	Description	Type of Resolution	Result
4.	Re-appointment of Mr K Shankaran as a Director of the Company.	Ordinary	Carried unanimously
5.	Ratification of the appointment of Auditors and to fix their remuneration.	Ordinary	Carried by Requisite Majority
6.	Re-appointment of Mr T T Raghunathan as Executive Vice Chairman	Special	Carried unanimously
7.	Appointment of Mr N Ramesh Rajan as an Independent Director	Ordinary	Carried unanimously
8.	Ratification for the remuneration payable to the Cost Auditors of the Company, for the year 2016 -17.	Ordinary	Carried by Requisite Majority

Thanking you

Yours faithfully
For TTK Healthcare Limited

(S KALYANARAMAN)
Director & Wholetime Secretary

Encl. : a/a

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VOTING RESULTS AS PER REGULATION 44 OF THE SEBI (LODR) REGULATIONS, 2015				
Date of the Annual General Meeting:	5th August, 2016			
Total Number of Sharesholders on Record Date (29th July, 2016):	12,279			
No. of Shareholders present in the Meeting either in Person or through Proxy:				
Promoters and Promoter Group	In Person	5	In Proxy	6
Public	In Person	1130	In Proxy	32
No. of Shareholders present in the Meeting through Video Conferencing:	Not Applicable			
Promoters and Promoter Group				
Public				

AGENDA-WISE DISCLOSURE	
Details of the Agenda:	Item No.1 Adoption of the Audited Financial Statements for the year ended 31st March, 2016 together with the Reports of Directors and Auditors thereon.
Resolution required: (Ordinary / Special)	Ordinary
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?	No

Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)*100]	(4)	(5)	(6)=[(4)/(2)*100]	(7)=[(5)/(2)*100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.0000
	Poll		9401	0.5067	9401	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.0000**
	Grand Total	**7765983**	**6118469**	**78.7855**	**6118469**	**0**	**100.0000**	**0.0000**



Details of the Agenda:			Item No.2	Declaration of Dividend				
Resolution required: (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.0000
	Poll		9401	0.5067	9401	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.0000**
	Grand Total	**7765983**	**6118469**	**78.7855**	**6118469**	**0**	**100.0000**	**0.0000**



Details of the Agenda:			Item No.3	Re-appointment of Mr T T Jagannathan as a Director of the Company.				
Resolution required: (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?			Yes					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	594579	542	99.9089	0.0911
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**594579**	**542**	**99.9089**	**0.0911**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.0000
	Poll		9401	0.5067	9401	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.0000**
	Grand Total	**7765983**	**6118469**	**78.7855**	**6117927**	**542**	**99.9911**	**0.0089**



Details of the Agenda:			Item No.4	Re-appointment of Mr K Shankaran as a Director of the Company.				
Resolution required: (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.000
	Poll		24080	0.4739	24080	0	100.0000	0.000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.000
	Poll		0	0.0000	0	0	0.0000	0.000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.000
	Poll		9401	0.5067	9401	0	0.0000	0.000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.000**
	Grand Total	**7765983**	**6118469**	**78.7855**	**6118469**	**0**	**100.0000**	**0.000**



Details of the Agenda:					Item No.5			
Ratification of the appointment of Auditors and to fix their remuneration.								
Resolution required: (Ordinary / Special)					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432931	16	99.9963	0.0037
	Poll		9401	0.5067	9397	4	99.9575	0.0425
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442328**	**20**	**99.9955**	0.0045
Grand Total		**7765983**	**6118469**	**78.7855**	**6118449**	**20**	**99.9997**	0.0003

TTK HEALTHCARE LIMITED CHENNAI 600 086

Details of the Agenda:					Item No.6	Re-appointment of Mr T T Raghunathan as Executive Vice Chairman.		
Resolution required: (Ordinary / Special)					Special			
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?					Yes			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.0000
	Poll		9401	0.5067	9401	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.0000**
	Grand Total	**7765983**	**6118469**	**78.7855**	**6118469**	**0**	**100.0000**	**0.0000**



Details of the Agenda:			Item No.7	Appointment of Mr N Ramesh Rajan as an Independent Director.				
Resolution required: (Ordinary / Special)			Ordinary					
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?			No					
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432947	0	100.0000	0.0000
	Poll		9401	0.5067	9401	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442348**	**0**	**100.0000**	**0.0000**
Grand Total		**7765983**	**6118469**	**78.7855**	**6118469**	**0**	**100.0000**	**0.0000**

TTK HEALTHCARE LIMITED CHENNAI 600 086

Details of the Agenda:					Item No.8			Ratification for the remuneration payable to the Cost Auditors of the Company for the year 2016-17.
Resolution required: (Ordinary / Special)					Ordinary			
Whether Promoter / Promoter Group are interested in the Agenda / Resolution?					No			
Category	Mode of Voting	No. of Shares held	No. of Votes Polled	% of Votes Polled on Outstanding Shares	No. of Votes - In Favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)* 100]	(4)	(5)	(6)=[(4)/(2)* 100]	(7)=[(5)/(2)* 100]
Promoter and Promoter Group	E-Voting	5081000	5056920	99.5261	5056920	0	100.0000	0.0000
	Poll		24080	0.4739	24080	0	100.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**5081000**	**5081000**	**100.0000**	**5081000**	**0**	**100.0000**	**0.0000**
Public - Institutions	E-Voting	829810	595121	71.7177	595121	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**829810**	**595121**	**71.7177**	**595121**	**0**	**100.0000**	**0.0000**
Public - Non-Institutions	E-Voting	1855173	432947	23.3373	432931	16	99.9963	0.0037
	Poll		9401	0.5067	9397	4	99.9575	0.0425
	Postal Ballot (if applicable)	NOT APPLICABLE						
	Sub Total	**1855173**	**442348**	**23.8440**	**442328**	**20**	**99.9955**	0.0045
	Grand Total	**7765983**	**6118469**	**78.7855**	**6118449**	**20**	**99.9997**	0.0003

For TTK HEALTHCARE LIMITED

Director & Wholetime Secretary

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES
S. Anil Kumar Jain B.Com., FCS
Balu Sridhar M.A.C.S., FCS., LLB
Pankaj Mehta B.Com (C.S.), ACS

SCRUTINIZER REPORT

To,
The Chairman
of the 58th Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 05.08.2016 at Narada Gana Sabha (Mini Hall), No.314, TTK Road, Chennai – 600018.

Dear Sir,

The Board of Directors of the Company, at their meeting held on 30.05.2016, pursuant to Section 108 of the Companies Act, 2013, read with Rule 20 of Companies (Management and Administration) Rules 2014 and as amended from time to time, had appointed me as the Scrutinizer for the e-voting process to be held for passing of resolutions as set out in the Notice convening Annual General Meeting (AGM) dated 30.05.2016.

In this connection, I hereby submit my report as under:

1. The members of the Company as on the "cut-off" date i.e., Friday, July 29, 2016 were entitled to vote on the resolutions (Item No. 1 to 8 as set out in the Notice of the 58th Annual General Meeting of the Company).

2. The period for e-voting remained open from Monday, August 1, 2016 (9.30 A.M) to Thursday, August 4, 2016 (5.00 P.M) as mentioned in the Notice convening AGM.

3. The votes cast were unblocked after the conclusion of voting at the Annual General Meeting at 11.30 A.M. on Friday, August 5, 2016 in the presence of 2 witnesses, Mr. Pankaj Mehta & Ms. Preksha, who are not in the employment of Company.

4. The details viz., the list of Equity Shareholders, who voted "For", "Against" each of the resolutions that were put to vote, were generated from the e-voting Website of Central Depository Services (India) Limited which is https://www.evoting.cdsl.com and based on such report, I am enclosing the report for each of the items contained in the Notice.

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasaiwalkam, Chennai - 600 084.
Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

E-VOTING RESULTS

Item No.	1
Particulars of the Business	Adoption of the Audited Financial Statements for the year ended 31st March, 2016, together with the Reports of Directors and Auditors thereon
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	66	60,84,988	100
Dissent	0	0	0

Item No.	2
Particulars of the Business	Declaration of Dividend
Type of Resolution	Ordinary

Particulars	No. of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	66	60,84,988	100
Dissent	0	0	0

Item No.	3
Particulars of the Business	Re-appointment of Mr. T T Jagannathan as a Director of the Company
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	65	60,84,446	99.9911
Dissent	1	542	0.0089

Item No.	4
Particulars of the Business	Re-appointment of Mr. K Shankaran as a Director of the Company
Type of Resolution	Ordinary

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	66	60,84,988	100
Dissent	0	0	0

Item No.	5
Particulars of the Business	Ratification of the appointment of Auditors and to fix their remuneration
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	65	60,84,972	99.9997
Dissent	1	16	0.0003

Item No.	6
Particulars of the Business	Re-appointment of Mr. T T Raghunathan as Executive Vice Chairman
Type of Resolution	Special

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	66	60,84,988	100
Dissent	0	0	0

Item No.	7
Particulars of the Business	Appointment of Mr. N Ramesh Rajan as an Independent Director
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	66	60,84,988	100
Dissent	0	0	0

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

Item No.	8
Particulars of the Business	Ratification for the remuneration payable to the Cost Auditors of the Company for the year 2016-17
Type of Resolution	Ordinary

Particulars	No of members voted	No of votes cast	Total Votes (in %)
Received	66	60,84,988	100
Assent	65	60,84,972	99.9997
Dissent	1	16	0.0003

5. All relevant records of e-voting will remain in my safe custody until the Chairman considers, approves and signs the minutes of the Annual General Meeting and the same shall be handed over thereafter to the Chairman / Company Secretary of the Company.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 05.08.2016

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869
C.P. No. 3550

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES
S. Anil Kumar Jain B.Com., FCS
Balu Sridhar M.A.C.S., FCS., LLB
Pankaj Mehta B.Com (C.S.), ACS

FORM No. MGT-13
Report of Scrutinizer
[Pursuant to Section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
of the 58th Annual General Meeting of the shareholders of TTK HEALTHCARE LIMITED, held on 05.08.2016 at Narada Gana Sabha (Mini Hall), No.314, TTK Road, Chennai - 600018.

Dear Sir,

I, Balu Sridhar, Partner of M/s. A.K. JAIN & ASSOCIATES, Company Secretaries in Practice, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolutions at the Annual General Meeting of the shareholders of M/s. TTK HEALTHCARE LIMITED, held on 05.08.2016 at 10.15 A.M. at Narada Gana Sabha (Mini Hall), No.314, TTK Road, Chennai - 600018, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, ONE (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

2. The locked ballot box was subsequently opened in the presence of Mr. V Ramasamy and Mr. Ramalingam Vidyashankar and the poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. Two Poll Papers which were invalid are not considered for the purpose of this report.

4. The result of the Poll is as under:

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

No. 2, (New No. 3), Raja Annamalai Road, First Floor, Purasaiwalkam, Chennai - 600 084.
Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

Item No.1: Adoption of the Audited Financial Statements for the year ended 31st March, 2016, together with the Reports of Directors and Auditors thereon
Resolution– Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.2: Declaration of Dividend
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	0

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.3 Re-appointment of Mr. T T Jagannathan as a Director of the Company.
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	100

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.4 Re-appointment of Mr. K Shankaran as a Director of the Company
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	100



ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.5 Ratification of the appointment of Auditors and to fix their remuneration
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	33,477	99.9888

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	4	0.0112

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

Item No.6 Re-appointment of Mr. T T Raghunathan as Executive Vice Chairman
Resolution – Special

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.7 Appointment of Mr. N Ramesh Rajan as an Independent Director
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
30	33,481	100

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
0	0	0

JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

Item No.8 Ratification for the remuneration payable to the Cost Auditors of the Company for the year 2016-17
Resolution – Ordinary

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
29	33,477	99.9888

ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	4	0.0112

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid (in person or by proxy)	Total number of votes cast by them
2	2334

5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR" and "AGAINST" for each resolution is enclosed.



6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary as authorized by the Board for safe keeping.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 05.08.2016

BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869
C.P.No. 3550

T T JAGANNATHAN
CHAIRMAN

A. K. JAIN & ASSOCIATES
COMPANY SECRETARIES
S. Anil Kumar Jain B.Com., FCS
Balu Sridhar M.A.C.S., FCS., LLB
Pankaj Mehta B.Com (C.S.), ACS

CONSOLIDATED SCRUTINIZER REPORT
[Pursuant to Section 108 of the Companies Act, 2013, and Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014] and as amended from time to time

To,
The Chairman
of the 58th Annual General Meeting of the shareholders of TTK HEALTHCARE LIMITED, held on 05.08.2016 at Narada Gana Sabha (Mini Hall), No.314, TTK Road, Chennai - 600018.

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended from time to time and poll conducted at the 58th AGM of TTK HEALTHCARE LIMITED on August 5, 2016.

The Board of Directors of the Company, at its meeting held on May 30, 2016 had appointed me as the Scrutinizer for e-voting held between August 1, 2016 (9.30 a.m.) and August 4, 2016 (5.00 p.m.) and for the poll conducted at the 58th Annual General Meeting of the Company held on August 5, 2016.

The Company had appointed Central Depository Services (India) Limited, as the Service Provider, for extending the facility of e-voting to the shareholders of the Company from August 1, 2016 (09.30 A.M) till August 4, 2016 (05.00 P.M). The e-voting results were unblocked by me after the conclusion of Annual General Meeting held on August 5, 2016 at 11.30 A.M.. For further details, refer Scrutinizer's report on e-voting dated August 5, 2016 attached herewith.

At the 58th AGM of the Company held on August 5, 2016, the Chairman of the Company had suo-moto called for a poll to facilitate the members present in the meeting, who could not participate in the e-voting, to record their votes through the poll process.

Two Poll Papers which were invalid are not considered for the purpose of this report.

The results of voting through remote e-voting and through ballot papers at the AGM venue are as under:

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Phone : 2665 1224 / 4555 8281 Cell : 98411 76001 / 98413 22315 E-mail : akjainassociates@gmail.com

Item No	Type of Resolution	Subject Matter
1	Ordinary	Adoption of the Audited Financial Statements for the year ended 31st March, 2016, together with the Reports of Directors and Auditors thereon
2	Ordinary	Declaration of Dividend
3	Ordinary	Re-appointment of Mr. T T Jagannathan as a Director of the Company
4	Ordinary	Re-appointment of Mr. K Shankaran as a Director of the Company
5	Ordinary	Ratification of the appointment of Auditors and to fix their remuneration
6	Special	Re-appointment of Mr. T T Raghunathan as Executive Vice Chairman
7	Ordinary	Appointment of Mr. N Ramesh Rajan as an Independent Director
8	Ordinary	Ratification for the remuneration payable to the Cost Auditors of the Company for the year 2016-17

Item No.	Total valid Votes received through			Votes in favour of resolution		Votes against the resolution	
	E-voting	Ballot Paper	Total	No	% of votes	No	% of votes
1	60,84,988	33,481	61,18,469	61,18,469	100.0000	0	0.0000
2	60,84,988	33,481	61,18,469	61,18,469	100.0000	0	0.0000
3	60,84,988	33,481	61,18,469	61,17,927	99.9911	542	0.0089
4	60,84,988	33,481	61,18,469	61,18,469	100.0000	0	0.0000
5	60,84,988	33,481	61,18,469	61,18,449	99.9997	20	0.0003
6	60,84,988	33,481	61,18,469	61,18,469	100.0000	0	0.0000
7	60,84,988	33,481	61,18,469	61,18,469	100.0000	0	0.0000
8	60,84,988	33,481	61,18,469	61,18,449	99.9997	20	0.0003

Resolution No.1, 2, 4, 6 & 7 have been passed with unanimous consent.
Resolution No.3, 5 & 8 have been passed with the requisite majority.

For A.K.JAIN & ASSOCIATES
Company Secretaries

Place: Chennai
Date: 05.08.2016

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

BALU SRIDHAR
Partner
Scrutinizer
M.No. F5869
C.P.No. 3550