



20th September, 2018

Listing Department,
National Stock Exchange Limited
 Exchange Plaza, C-1 Block-G
 Bandra Kurla Complex,
 Bandra (E), Mumbai – 400 051

Corporate Office :
 406, Silver Oaks Comm. Complex,
 Opp. Arun Society, Paldi,
 Ahmedabad-380 007. Gujarat, India.
 Phone : 079-26584655
 Fax : 079-26588054
 CIN No. : U24231GJ2004PLC043861
 E-mail : info@sakarhealthcare.com
 Web : www.sakarhealthcare.com

Symbol: SAKAR

DECLARATION OF RESULTS OF VOTING BY SHOW OF HAND IN RESPECT OF ANNUAL GENERAL MEETING HELD ON 20TH SEPTEMBER, 2018

In terms of Section 107 of the Companies Act, 2013 and Reg. 44 of SEBI (LODR), Regulations 2015, the shareholders of **M/s. Sakar Healthcare Limited** had passed the following resolutions by show of hands at the 14th Annual General Meeting of the Company held on Thursday, the 20th September, 2018 as under:

Based on the Minutes of the 14th Annual General Meeting dated 20th September, 2018, I hereby declare that following 4 (four) resolutions have been duly passed with requisite majority at the AGM as per the details given below:

Item No.	Brief description of the resolution	Votes in favour (Assent) %	Votes Against (Dissent) %	Passed as
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended 31 st March, 2018, the reports of the Board of Directors and Auditors thereon.	100.00%	Nil	Ordinary Resolution
2.	Re-appointment of Mr. Aarsh S. Shah (DIN - 05294294), liable to retire by rotation.	100.00%	Nil	Ordinary Resolution
3.	Ratification of appointment of Statutory Auditors of the Company.	100.00%	Nil	Ordinary Resolution
4.	Authority to Board of Directors under Section 186 and any other applicable provisions of Companies Act, 2013.	100.00%	Nil	Special Resolution

Place: Ahmedabad
 Date: 20th September, 2018



For, Sakar Healthcare Limited

Sanjay S. Shah
Sanjay S. Shah
 Chairman & Managing Director



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Dear Sir;

Sub: Minutes of 14th Annual General Meeting

We are enclosing herewith copy of the Minutes of the 14th Annual General Meeting of the Company held on 20th September, 2018 for your records.

This is in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements).

Kindly find the same in order and acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For , Sakar Healthcare Limited

Sanjay S. Shah
Managing Director
Encl: As above



SAKAR HEALTHCARE LIMITED

[CIN: L24231GJ2004PLC043861]

Registered Office:

Block No. 10/13, Village: Changodar, Sarkhej-Bavla Highway,

Tal: Sanand, Dist: Ahmedabad – 382 213

MINUTES OF THE 14TH ANNUAL GENERAL MEETING

THE 14TH ANNUAL GENERAL MEETING (AGM) OF THE MEMBERS OF THE COMPANY HELD ON THURSDAY, THE 20TH SEPTEMBER, 2018 AT THE REGISTERED OFFICE OF THE COMPANY AT BLOCK NO. 10/13, VILLAGE: CHANGODAR, SARKHEJ-BAVLA HIGHWAY, TAL: SANAND, DIST: AHMEDABAD – 382 213 AT 2.00 P.M. AND CONCLUDED AT 2.30 P.M.

MEMBERS PRESENT:

Total 10 members were present throughout the meeting that constituted valid quorum.

CHAIRMAN:

Mr. Sanjay S. Shah, Chairman occupied the Chair to lead the meeting and declared the Meeting to be in order.

Then the Chairman welcomed the members present at the meeting.

The following Directors of the Company were also present in the meeting:

- | | | |
|----|---------------------------|------------------------------|
| 1. | Mr. Sanjay S. Shah | Chairman & Managing Director |
| 2. | Ms. Rita S. Shah | Whole time Director |
| 3. | Mr. Aarsh S. Shah | Joint Managing Director |
| 4. | Mr. Prashant C. Srivastav | Director |

IN ATTENDANCE:

- | | | |
|----|-----------------------|----------------------|
| 1. | Mr. Johnny G. Kudilil | CFO |
| 2. | Ms. Hema Advani | Company Secretary |
| 3. | Mr. Kashyap R. Mehta | Secretarial Auditors |

DIRECTORS PRESENT:

The Chairman informed that 4 Directors which includes Chairman of the Committees were present. The Chairman explained the reasons for absence of 2 Directors.

AUDITORS:

The Chairman to inform that the Statutory Auditors of the Company were exempted to attend this Annual General Meeting for which the Board of Directors have passed necessary resolution.

PROXY:

The Chairman announced that 2 proxy representing 6,66,000 Equity Shares are received by the Company. The Chairman announced that the Register of Proxies was kept opened for inspection.

REGISTER OF DIRECTORS & KMP, THIER SHAREHOLDING AND STATUTORY & SECRETARIAL AUDITORS' REPORT:

The Chairman announced that as required under Section 171(b) of the Companies Act, 2013 and Secretarial Standards, the Register of Directors & KMP, their shareholding and Statutory & Secretarial Auditors' Report were open during the continuance of the meeting for inspection to the members.

NOTICE OF THE MEETING:

The Chairman instructed Ms. Hema Advani to read the Notice dated 20th July, 2018 in connection with convening of 14th Annual General Meeting on 20th September, 2018.

Ms. Hema Advani, with the permission of the Members present in the meeting took notice dated 20th July, 2018 as read.

READING OF STATUTORY & SECREATARIAL AUDITORS' REPORT:

The Chairman instructed Ms. Hema Advani, Company Secretary to read Statutory & Secretarial Auditors' Report to the Shareholders of the Company for the year ended on 31st March, 2018 and then Ms. Hema Advani read the same.

CHAIRMAN'S STATEMENT:

The Chairman informed the members about the general progress of the Company and then invited queries, if any, from the members present at the meeting. Some of the members present at the meeting asked few queries which the Chairman adequately answered.

ORDINARY BUSINESS:

ITEM NO. 1

ADOPTION OF DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR 2017-18:

The Chairman placed before the meeting the Audited Financial Statements of the Company for the financial year ended on 31st March, 2018 including Reports of the Directors and Auditors there on for the consideration and adoption of the same in the meeting by the Members of the Company and moved the following resolution as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

"RESOLVED THAT the Audited Financial Statements of the Company for the financial year ended on 31st March, 2018 including Reports of the Directors and Auditors there on which have already been circulated to the Members and laid before this meeting be and are hereby approved and adopted."

The aforesaid resolution was proposed by the Chairman and seconded by Mr. Paresh Sukhadiya.

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman of the meeting as passed as an ORDINARY RESOLUTION.

ITEM NO. 2

RE-APPOINTMENT OF MR. AARSH S. SHAH AS DIRECTOR OF THE COMPANY:

The Chairman informed the members that Mr. Aarsh S. Shah retires by rotation from the office of Director at this 14th Annual General Meeting and that he being eligible has offered himself for reappointment as a Director of the Company.

Mr. Johnny Kudilil proposed and Ms. Pushpa J. Ponmany seconded the proposal that the following resolution reappointing Mr. Aarsh S. Shah as a Director of the Company, liable to retire by rotation, be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED THAT the retiring Director, Mr. Aarsh S. Shah (DIN –05294294) in terms of Section 152(6) of the Companies Act, 2013 be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman of the meeting as passed as an ORDINARY RESOLUTION.

ITEM NO. 3

RATIFICATION OF APPOINTMENT OF STATUTORY AUDITORS:

The Chairman informed the members that at the 12th Annual General Meeting held on 30th September, 2015, M/s. A. L. Thakkar & Co, Chartered Accountants, Ahmedabad were appointed as Statutory Auditors of the Company to hold office till the conclusion of the Annual General Meeting to be held in the year 2020. In terms of the first proviso to Section 139 of the Companies Act, 2013, the appointment of the auditors shall be placed for ratification at every Annual General Meeting. Accordingly, the appointment of M/s. A. L. Thakkar & Co, Chartered Accountants, Ahmedabad as Statutory Auditors of the Company for the financial year 2017-18, is placed before this meeting for ratification by the members.

Mr. Suketu Vaywala proposed and Ms. Ritaben Shah seconded the said proposal that the following resolution for ratification of appointment of Statutory Auditors of the Company be passed as an ORDINARY RESOLUTION:

ORDINARY RESOLUTION:

“RESOLVED that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder, as amended from time to time, and pursuant to the resolution passed by the members at the Annual General Meeting (AGM) held on 30th September, 2015, the appointment of M/s. A. L. Thakkar & Co., Chartered Accountants, Ahmedabad (Firm Registration No. 120116W) as Statutory Auditors of the Company to hold office for a period of 5 years i.e. till the conclusion of the AGM to be held in the year 2020 be and is now hereby ratified for the financial year 2018-19 with no further need for ratification of their remaining term as Statutory Auditors of the Company at such remuneration as shall be fixed by the Board of Directors of the Company in consultation with them.”

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman of the meeting as passed as an ORDINARY RESOLUTION.

SPECIAL BUSINESS:

ITEM NO. 4

AUTHORITY TO BOARD OF DIRECTORS OF THE COMPANY TO MAKE INVESTMENT UNDER SECTION 186 OF THE COMPANIES ACT, 2013:

The Chairman instructed Ms. Hema Advani to read the Explanatory Statement under Section 102 of the Companies Act, 2013 annexed to the notice of the Meeting which was as under:

‘As per the provisions of Section 186 of the Companies Act, 2013, the Board of Directors of a Company can:

- make loan(s) and/or
- give guarantees or provide security (ies) in connection with loan(s) taken by any other body corporate or person and
- make investments in shares, debentures and/or any other securities of any other body Corporates,

beyond the prescribed ceiling of i) Sixty per cent of the aggregate of the paid-up capital and free reserves and securities premium account or, ii) Hundred per cent of its free reserves and securities premium account, whichever is more, if Special Resolution is passed by the members/ shareholders of the Company.

As a measure of achieving greater financial flexibility and to enable optimal financing structure, this permission is sought pursuant to the provisions of Section 186 of the Companies Act, 2013 to give powers to the Board of Directors or any duly constituted committee thereof, for making further investment(s)/giving loan/providing guarantee/ security from time to time, in one or more tranches, up to the maximum limit of Rs.30 Crores (Rupees Thirty Crores) only over and above the limits prescribed under the said section.

None of the Directors, Key Managerial Personnel (KMP) of the Company or any relatives of such Director or KMPs are in any way concerned or interested or deemed to be concern or interested, financially or otherwise, in the proposed resolution.

The Board recommends the resolution for your approval as a Special Resolution.’

Ms. Aayushi Shah proposed and Mr. Suketu Vaywala seconded the said proposal that the following Resolution for authorising the Board of Directors of the Company to make investment as a SPECIAL RESOLUTION:

SPECIAL RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 186 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof, for the time being in force) read with applicable provisions of Companies (Meetings of Board and its powers) Rules, 2014, as amended from time to time (including any other applicable rules and regulations framed under the Companies Act, 2013), the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter called ‘the Board’ which term shall be deemed to include any Committee which the Board may have constituted or hereinafter constitute to exercise its powers including the power conferred by this resolution) to make investment or to acquire by way of subscription, purchase or otherwise, the securities of any other body corporate whether Indian or overseas, to give

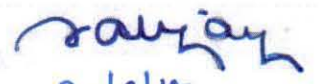
loan(s) and/or give any guarantee(s)/provide any security(ies) in connection with any loan taken by any other body corporate or person, as may be required from time to time, exceeding 60% of the paid up Share Capital and Free Reserves and Securities Premium of the Company or 100% of Free Reserves and Securities Premium of the Company, whichever is more, as the Board of Directors may think fit, in one or more tranches, not exceeding Rs. 30 Crores (Rupees Thirty Crores) only over and above the limits prescribed under the above referred Section or any other provisions of the Companies Act, 2013."

"RESOLVED FURTHER THAT the Board be and is hereby authorised to take from time to time all decisions and steps in respect of the above investment/loan/guarantee/security including the timing, amount and other terms and conditions of said act and varying the same either in part or in full as it may deem appropriate, and to do and perform all such acts, deeds, matters and things as may deem necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard including power to sub-delegate in order to give effect to the aforesaid resolution."

The Chairman put the above resolution to vote and on show of hands by the members, the said resolution was declared by the Chairman of the meeting as passed as a SPECIAL RESOLUTION.

VOTE OF THANKS:

The meeting was, thereafter, concluded with a Vote of Thanks to the Chair by the members present at the meeting and the Chairman also responded to that.


20/9/18
CHAIRMAN