TTK Healthcare
LIMITED

TTKH:SEC:GJ:061:22 **April 25, 2022**

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

SCRIP CODE: 507747

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051
SCRIP CODE: TTKHLTCARE

Dear Sirs,

Re : Postal Ballot Process by way of remote e-Voting - 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 item transacted through Postal Ballot process by way of remote e-Voting along with the Scrutinizer Report dated 25th April, 2022, issued by Mr Balu Sridhar, Partner, M/s A K Jain & Associates, Chennai 600 084.

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

We also provide below the outcome of the voting process in respect of the business transacted through Postal Ballot, for your ready reference:

Item No.	Particulars	Type of Resolution	Result
1.	Approval for the sale / transfer of Human Pharma Division of the Company, as a going concern, on a slump sale basis.	Special	Carried by Requisite Majority

Kindly take the above information on record.

Thanking you

Yours faithfully
For TTK Healthcare Limited

(S KALYANARAMAN)
Wholetime Director & Secretary

Encl. : a/a

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

TTK Healthcare
LIMITED

General information about company	
Scrip code	507747
NSE Symbol	TTKHLTCARE
MSEI Symbol	NOTLISTED
ISIN	INE910C01018
Name of the company	TTK HEALTHCARE LIMITED
Type of meeting	POSTAL BALLOT
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	23.04.2022
Start time of the meeting	-
End time of the meeting	-

Scrutinizer Details	
Name of the Scrutinizer	MR. BALU SRIDHAR
Firms Name	A K JAIN & ASSOCIATES
Qualification	CS
Membership Number	F5869
Date of Board Meeting in which appointed	21.03.2022
Date of Issuance of Report to the company	25.04.2022

Voting Results	
Record date	18.03.2022
Total number of shareholders on record date	15943
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	Not Applicable
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	1

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Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for the sale / transfer of Human Pharma Division of the Company, as a going concern, on a slump sale basis.				
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**	1,05,35,840	1,05,35,840	100.0000	1,05,35,840	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	1,05,35,840	1,05,35,840	100.0000	1,05,35,840	0	100.0000	0.0000
Public- Institutions	**E-Voting**	6,61,919	6,43,396	97.2016	6,43,396	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	6,61,919	6,43,396	97.2016	6,43,396	0	100.0000	0.0000
Public- Non Institutions	**E-Voting**	29,32,574	10,34,422	35.2735	10,33,552	870	99.9159	0.0841
	Poll							
	Postal Ballot (if applicable)							
	Total	29,32,574	10,34,422	35.2735	10,33,552	870	99.9159	0.0841
	Total	**1,41,30,333**	**1,22,13,658**	**86.4357**	**1,22,12,788**	**870**	**99.9929**	**0.0071**
Whether resolution is Pass or Not.			Yes					
Disclosure of notes on resolution			The resolution was carried by requisite majority.					

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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
M/s. TTK Healthcare Limited
No.6, Cathedral Road
Chennai 600 086

Dear Sir,

Re : Scrutinizer Report on e-voting process conducted pursuant to the provisions of Section 108 and 110 of the Companies Act 2013 ('the Act') read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014

1. Pursuant to the resolution passed by the Board of Directors of **M/s. TTK HEALTHCARE LIMITED** (hereinafter referred as "the Company") on 21st March, 2022, we, M/s A K Jain & Associates, Practising Company Secretaries, represented by its Partners – Mr. Balu Sridhar failing him Mr. Pankaj Mehta have been appointed as a Scrutinizer for conducting the Postal Ballot process through remote e-Voting, in respect of the Special Resolution as set out in the Postal Ballot Notice dated 21st March, 2022.

2. Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company has confirmed that the Electronic copy of the Notice and the explanatory statement along with the process of e-Voting were sent to the Shareholders whose e-mail addresses are registered with the Company / Registrar and Transfer Agents or Depository / Depository Participants for the purpose of communication, in compliance with Ministry of Corporate Affairs (MCA) Circular Nos.14/2020 dated 8th April, 2020, 17/2020 dated 13th April, 2020, 22/2020 dated 15th June, 2020, 33/2020 dated 28th September, 2020, 39/2020 dated 31st December, 2020, 10/2021 dated 23rd June, 2021 and 20/2021 dated 8th December, 2021, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") and the Secretarial Standards-2 (SS-2) on General Meetings issued by the Institute of Company Secretaries of India.

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

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

3. We hereby submit our report as under:

(a) The Company had completed the despatch of Postal Ballot Notice along with explanatory statement on Wednesday, the 23rd March, 2022, to the Members who have registered their e-mail addresses with the Company/ Registrar and Transfer Agents or Depository / Depository Participants whose name(s) appeared on the Register of Members / List of Beneficiaries as on Friday, the 18th March, 2022 ("cut-off-date").

(b) In compliance with MCA Circulars, physical Postal Ballot forms were not despatched by the Company. Accordingly, the receipt of Postal Ballot forms does not arise. Members were required to communicate their assent or dissent only through remote e-Voting system in terms of the said MCA Circulars.

(c) The Company had published advertisement relating to the despatch of Postal Ballot Notice in Makkal Kural (Tamil) and Business Standard (English) newspapers on Thursday, the 24th March, 2022.

(d) The Notice of the Postal Ballot was made available on the website of the Company www.ttkhealthcare.com.

(e) The Members of the Company as on the "cut-off" date (i.e.) 18th March, 2022, were entitled to vote on the resolution mentioned in the Postal Ballot Notice through remote e-Voting platform provided by CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED (CDSL).

(f) The e-Voting period commenced on Friday, the 25th March, 2022 at 9.30 A.M. (IST) and ended on Saturday, the 23rd April, 2022 at 5.00 P.M. (IST)

(g) The votes cast through remote e-Voting were unblocked on Saturday, the 23rd April, 2022 at 5.22 P.M. in the presence of (i) Mr. Rathish and (ii) Miss. Hemalatha who are not in the employment of the Company.

(h) The votes cast through e-Voting were scrutinized and the shareholdings were reconciled with the Register of Members of the Company / List of Beneficiaries as on 18th March, 2022.

A.K. JAIN & ASSOCIATES COMPANY SECRETARIES CHENNAI

4. The summary of votes cast through e-Voting is given below:

Resolution 1: (Special)		Approval for the Sale / Transfer of Human Pharma Division of the Company, as a going concern, on a Slump Sale basis	
		No. of Members voted	No. of Shares voted
1.	Total votes cast	130	1,22,13,658
2.	Total votes favouring the Resolution	109	1,22,12,788
3.	Total votes against the Resolution	21	870
% of votes in favour of the Resolution:			**99.99%**
% of votes against the Resolution:			**0.01%**

5. Reasons for invalid and grounds for rejection: NA.

6. You may accordingly declare the result of the Postal Ballot conducted through remote e-Voting.

Thanking you,

For A. K. JAIN & ASSOCIATES
Company Secretaries



BALU SRIDHAR
Partner
M.No.F5869
C.P.No.3550
UDIN: F005869D000195256
Chennai
April 25, 2022