| | |
|---|---|
| Sudhindra K S<br>Company Secretary | No. 116/6, 2nd Floor, 11th Cross,<br>Next to Union Bank of India, Malleshwaram, Bangalore 560 003<br>Tel : 98442-71319<br>Email: sudhindraksfcs@gmail.com |

To,
The Chairman
**Narayana Hrudayalaya Limited**
**(CIN-L85110KA2000PLC027497)**
No 258/A, Bommasandra Industrial Area
Anekal Taluk, Bengaluru-560099

Sir,

**Sub: Consolidated Report of Scrutinizer on remote e-voting and electronic voting during 26th Annual General Meeting (AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014 as amended by the Companies (Management & Administration) Amendment Rules, 2015 and remote e-voting at the 26th Annual General Meeting of Shareholders of the Company held on Friday, August 14, 2026 at 11.30 A.M. (IST) through video conferencing ('VC') or other audio-visual means ('OAVM').**

I Sudhindra K S, a Company Secretary in Practice (Membership No. FCS 7909), having my office at No 116/6, 2nd Floor, Next to Union Bank of India, 11th Cross, Malleswaram, Bengaluru 560003, Karnataka-India, have been appointed as the **Scrutinizer** for the purpose of scrutinizing the remote e-voting process in a fair and transparent manner by ascertaining the requisite majority on the e-voting process carried out as per the provisions of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as amended by the Companies (Management & Administration) Amendment Rules, 2015 in respect of the resolutions referred in the Notice of the 26th Annual General Meeting of the Members of Narayana Hrudayalaya Limited held on Friday, August 14, 2026 at 11:30 A.M. through video conferencing ('VC') or other audio-visual means ('OAVM').

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The notice dated May 22, 2026, convening the AGM, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories, unless any Member has requested for a physical copy of the same.

The Company had availed the e-voting facility offered by National Securities Depository Limited ("NSDL") (agency for providing the remote e-voting facility) as a service provider for providing remote electronic voting to the Shareholders of the Company. The voting period for remote e-voting commenced on Tuesday, 9.00 A.M. (IST), August 11, 2026 and ended on Thursday, August 13, 2026 at 5.00 P.M. (IST) and the NSDL e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC/OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the "cut-off" date i.e. Friday, August 07, 2026 were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting at the AGM, the report on remote voting done during the AGM and the votes cast under remote e-voting facility prior to the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the NSDL e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions.

I now submit my report as under on the results of the remote e-voting in respect of said resolutions.

**Resolution No.1: Ordinary Resolution**
To receive, consider and adopt the audited standalone financial statements of the Company for the financial year ended March 31, 2026, together with the reports of the Board of Directors and the Auditors thereon.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---:|---:|---:|
| 510 | 166824772 | 99.9999% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---:|---:|---:|
| 6 | 89 | 0.0001% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No. 2: Ordinary Resolution**
To receive, consider and adopt the audited consolidated financial statements of the Company for the financial year ended March 31, 2026, together with the report of the Auditors thereon.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 509 | 166824747 | 99.9999% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 6 | 89 | 0.0001% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No. 3: Ordinary Resolution**
To declare dividend of ₹4.50 per Equity Share for the financial year ended March 31, 2026.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 512 | 166832977 | 99.9999% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 6 | 89 | 0.0001% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No.4: Ordinary Resolution:**
To appoint a Director in place of Dr. Kiran Mazumdar Shaw (DIN: 00347229), who retires by rotation and being eligible, offers herself for re-appointment.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 376 | 158038291 | 94.7305% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 144 | 8790992 | 5.2695% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No.5: Ordinary Resolution**
To ratify the remuneration payable to the Cost Auditors for the Financial Year 2026-27.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 510 | 166818164 | 99.9999% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 6 | 89 | 0.0001% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No.6: Special Resolution**
To approve reappointment of Ms. Terri Smith Bresenham (DIN: 09111500) as an Independent Director of the Company for the second term of five consecutive years effective from August 5, 2026.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 503 | 166785993 | 99.9740% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 13 | 43340 | 0.0260% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No.7: Special Resolution**
To approve revision in remuneration of Dr. Devi Prasad Shetty (DIN: 00252187) as Whole-time Director of the Company.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 482 | 165986882 | 99.4950% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 39 | 842511 | 0.5050% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Resolution No.8: Special Resolution**
To approve revision in remuneration of Mr. Viren Prasad Shetty (DIN: 02144586) as Whole-time Director, designated as Executive Vice Chairman of the Company.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 490 | 166484447 | 99.7933% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 27 | 344846 | 0.2067% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

**Results of Item No.9: Special Resolution**
To approve revision in remuneration of Dr. Emmanuel Rupert (DIN: 07010883), as Managing Director and Group CEO of the Company.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 463 | 166295029 | 99.6797% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 55 | 534304 | 0.3203% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| Nil | NIl |

**Resolution No.10: Special Resolution**
To approve payment of Remuneration to Non-Executive Directors.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 500 | 166828754 | 99.9997% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 16 | 579 | 0.0003% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| Nil | NIL |

**Resolution No.11: Special Resolution**
To approve issue of Debt Securities on Private Placement Basis.

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 494 | 166445772 | 99.7701% |

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

| Number of Members voted | Number of valid votes cast by them | % of total number of valid votes cast |
|---|---|---|
| 27 | 383621 | 0.2299% |

(iii) **Invalid Votes:**

| Number of Members voted | Total number of invalid votes cast by them |
|---|---|
| NIL | NIL |

Based on the above information, you may kindly announce the results.

Thank You.
SUDHINDRA KUTISHVARLU SHESHAGIRI
Digitally signed by SUDHINDRA KUTISHVARLU SHESHAGIRI
Date: 2026.08.17 13:56:18 +05'30'

_Sudhindra K S_
**SCRUTINISER – AGM**
**Company Secretary**
**B.Com. FCS.LLB, DIA, RP**
**FCS-7909, CP No 8190**
**UDIN: F007909H001130360**

Place: Bengaluru
Dated: August 17, 2026