



8 August 2019

The Secretary Listing Department, BSE Limited, 1 st Floor, Phiroze Jeejeebhoy Towers Dalal Street, Mumbai 400001 Scrip Code: 540975	The Manager, Listing Department, The National Stock Exchange of India Ltd Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (East), Mumbai 400051 Scrip Symbol: ASTERDM
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Dear Sir/ Madam,

RE: Intimation of the proceedings of 11th Annual General Meeting (AGM)

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the 11th Annual General Meeting (AGM) of the Company was held on 8th August 2019 at Knowledge Hub, Aster Medcity, Kochi, Kerala, India – 682 027 and the business mentioned in the Notice convening the AGM were transacted.

In this regard, please find enclosed the proceedings of AGM in compliance with the provisions of aforesaid regulations.

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

Thank You.

For Aster DM Healthcare Limited

Puja Aggarwal
Company Secretary and Compliance Officer

Aster DM Healthcare Limited
CIN- L85110KL2008PLC021703
IX/475L, Aster Medcity, Kuttisahib Road
Near Kothad Bridge, South Chittoor PO
Cheranallur, Kochi- 682027, Kerala, India
Tel: +91 484 6699999, Fax: +91 484 6699862
Email: cs@asterdmhealthcare.com

PROCEEDINGS OF THE 11TH ANNUAL GENERAL MEETING OF ASTER DM HEALTHCARE LIMITED HELD ON THURSDAY, 8TH AUGUST 2019 AT 10.00 AM AT THE KNOWLEDGE HUB, ANNEXE BUILDING, IX/475L, ASTER MEDCITY, KUTTISAHIB ROAD, NEAR KOTHAD BRIDGE, SOUTH CHITTOOR P.O CHERANALLOOR, KOCHI-682027, KERALA, INDIA

DIRECTORS PRESENT:

Dr. Azad Moopen	- Chairman & Managing Director
Ms. Alisha Moopen	- Deputy Managing Director
Mr. T J Wilson	- Non-Executive Director
Mr. Anoop Moopen	- Non-Executive Director
Mr. Shamsudheen Bin Mohideen Mammu Haji	- Non-Executive Director
Mr. Suresh Kumar	- Independent Director (Chairman of Audit Committee & Stakeholder Relationship Committee)
Mr. Ravi Prasad	- Independent Director
Mr. Madhavan Nambiar	- Independent Director (Chairman of Risk Management Committee)
Prof. Biju Varkkey	- Independent Director (Chairman of Nomination and Remuneration Committee)
Dr. Layla Mohamed Hassan Ali Almarzooqi	- Independent Director

KEY MANAGERIAL PERSONNEL PRESENT:

Mr. Sreenath R Reddy	- Group Chief Financial Officer
Ms. Puja Aggarwal	- Company Secretary & Compliance Officer

PRESENT BY INVITATION:

Mr. Baby Paul	- Representative M/s B S R and Associates, Chartered Accountants (Statutory Auditors)
M Damodaran	- Proprietor, M Damodaran & Associates (Scrutinizer for Voting)

MEMBERS PRESENT:

90 Members were present at the AGM, including 6 Proxies and 1 Authorised representative.

The AGM commenced at 10.00 AM (IST)

Ms. Puja Aggarwal, Company Secretary & Compliance Officer, welcomed all Members to the 11th Annual General Meeting of the Company. Dr. Azad Moopen took the Chair and upon confirmation of the requisite quorum being present, ordered the meeting to commence. Dr. Azad Moopen being interested in Item no 6, requested Mr. Biju Varkkey, Chairman of the Nomination and Remuneration committee, to chair the proceedings relating to that item.

Ms. Puja informed the Members that as per Sec 108 of the Companies Act, 2013 and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the Company has arranged for e-voting facility for all the Members as on the cut-off date i.e. 1st August 2019 and the Members who had not participated in the remote e-voting could cast their vote through Ballot paper to be conducted at the end of the AGM on all resolutions set forth in the Notice. She further informed that the Board has appointed Mr. M Damodaran, Practicing Company Secretary, as the Scrutinizer for conducting the e-voting and voting by Ballot paper in a fair and transparent manner.

Thereafter Dr. Azad Moopen, Chairman, welcomed the Members, Invitees and introduced the Directors and Officers on the dais. The Chairman informed that, Mr. Daniel James Snyder, Independent Director and Mr. Daniel Robert Mintz, Non- Executive Director of the Company were not able to attend the AGM due to their preoccupation and have conveyed their greetings.

The Chairman then delivered his speech on the performance of the Company during FY2018-19. Thereafter he requested the Company Secretary to conduct the proceedings of the AGM.

The Company Secretary informed the Members that the Register of Members, Register of Proxies, Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested maintained under Section 189 of the Companies Act, 2013 and relevant documents were available for inspection by the Members.

She further informed that the Notice of the 11th AGM along with the Annual Report of the Company for the year ended March 31, 2019 were dispatched to all the Members within the statutory period. She further informed the Members that there were no qualifications, observations or comments in the Auditor's report on financial transactions or matters, which have any adverse effect on the functioning of the Company. With the consent of the Members, the Notice of the 11th AGM, the Directors report and the Auditors report was taken as read.

Thereafter she read out all the items of the Notice and invited queries from the Members. There were no queries raised by the Members.

She informed the Members that, there are 9 Resolutions to be passed at the 11th AGM and shareholders who had not cast their votes through remote e-voting could cast their votes through Ballot paper after conclusion of the AGM.

She further informed that, Mr. M Damodaran, Practicing Company Secretary, who is appointed as the Scrutinizer for conducting the e-voting process will collate the votes cast through e-voting and those exercised through Ballot paper and submit the consolidated report within 48 hours of the conclusion of the AGM and the final results shall be made available on the website of the Company and the same will be disseminated to the Stock Exchanges.

The following items of business as set out in the notice of the 11th AGM were transacted at the AGM.

A. Ordinary Business:

1. To receive, consider and adopt the Audited Standalone Financial Statements of the Company for financial year ended March 31, 2019 along with the Auditors Report and the Report of the Board of Directors thereon.
2. To receive, consider and adopt the Consolidated Audited Financial Statements of the Company for financial year ended March 31, 2019 along with the Auditors Report thereon.

3. To appoint M/s. B S R & Associates LLP, Chartered Accountants as the statutory auditor of the Company from the conclusion of the 11th AGM till the conclusion of the 12th AGM.
4. To appoint a Director in the place of Mr. Daniel Robert Mintz (DIN: 00960928) who retires by rotation and, being eligible, offers himself for re-appointment.

B. Special Business:

5. Ratification of remuneration payable to the Cost Auditors for the financial year 2019-20.
6. Re-appointment of Dr. Azad Moopen (DIN:00159403) as Managing Director of the Company for a period of five years.
7. Appointment of Prof. Biju Varkkey (DIN: 01298281) as an Independent Director of the Company for term of three consecutive years.
8. Appointment of Dr. Layla Mohamed Hassan Ali Almarzooqi (DIN: 08401425) as a Woman Independent Director of the Company for a term of three consecutive years.
9. Approval for Contribution to Bona fide Charitable Funds/Trusts.

After all the agendas were duly taken up, the AGM concluded at 11.30 AM (IST) with a vote of thanks to the Members.

For Aster DM healthcare Limited



Puja Aggarwal
Company Secretary & Compliance Officer