

September 24, 2020

Corporate Relationship Department
BSE Limited
PJ Towers
Dalal Street
Mumbai - 400 001

Dear Sir/ Madam,

Script Code - 526783

Sub: 26th Annual General Meeting - Results of Remote E-voting and E-voting at the AGM.

In compliance with the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith voting results along with Scrutinizer Report on the Resolutions passed at the 26th Annual General Meeting of the Company held on September 23, 2020.

Kindly acknowledge and take this into your records.

Thanking you,

Yours faithfully

For Dr. Agarwal's Eye Hospital Limited

Jully Jivani
Company Secretary & Compliance Officer

Dr. Agarwal's Eye Hospital Limited

Regd. & Corporate Office

3rd Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

Tel: 91-44-3991 6600 | Fax: 91-44-3991 6645 | CIN: L85110TN1994PLC027366 | GST No: 33AAACD2373G1Z2

Email: info@dragarwal.com | Website: www.dragarwal.com

September 24, 2020

Sub: Declaration of Voting Results of the 26th Annual General Meeting held on Wednesday, the 23rd day of September 2020 at 3.00 P.M. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”)

The details are as follows:

Resolution No.	Notice of Items	Resolution (Ordinary/Special)	Remote E-voting & E-voting
1	Consider and adopt the Audited Financial statement of the Company for the financial year ended March 31, 2020, along with the report of the Board of Directors and Auditor’s thereon	Ordinary	Remote E-voting & E-voting
2	Appoint a director in the place of Dr. Adil Agarwal (DIN: 01074272) who retires by rotation and being eligible offers himself for re-appointment.	Ordinary	
3	Appoint Statutory Auditors for the second term of five consecutive years and to fix their remuneration	Ordinary	
Special Business:			
4	Ratification of Remuneration to Cost Auditor for the Year 2019-20.	Ordinary	

Based on the Report of the Scrutinizer, I hereby declare that the Resolutions for the abovementioned items have been passed with requisite majority.

Thanking you

For Dr. Agarwal’s Eye Hospital Limited

Dr. Amar Agarwal
 Chairman Cum Managing Direct

Dr. Agarwal’s Eye Hospital Limited

Regd. & Corporate Office

3rd Floor, Buhari Towers, No.4 Moores Road, Off Greams Road, Near Asan Memorial School, Chennai - 600 006.

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CONSOLIDATED SCRUTINIZER'S REPORT

(On voting through Remote E-Voting and E-Voting during the AGM)

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies
(Management and Administration) Rules, 2014)

September 23, 2020

The Chairman
DR. AGARWAL'S EYE HOSPITAL LIMITED
3rd Floor, Buhari Towers
No. 4, Moores Road Off
Greams Road
Chennai - 600 006.

Dear Sir,

**SUB: CONSOLIDATED SCRUTINIZER'S REPORT OF THE REMOTE E-VOTING AND
E-VOTING AT THE 26TH ANNUAL GENERAL MEETING OF DR. AGARWAL'S EYE
HOSPITAL LIMITED HELD ON WEDNESDAY, SEPTEMBER 23, 2020 AT 03:00
P.M. THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO VIDEO MEANS
(OVAM')**

1. I, V. Vasumathy, Practising Company Secretary, have been appointed by the Board of Directors of **Dr. Agarwal's Eye Hospital Limited** ("the Company) as a Scrutinizer vide letter dated May 19, 2020 for the purpose of scrutinizing the Remote E-voting and E-voting during the 26th Annual General Meeting ("AGM") of the Company, in a fair and transparent manner in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of resolutions set out in the notice dated May 19, 2020 of the 26th Annual General Meeting of the Members of the Company held on September 23, 2020 at 03.00 P. M. through video conferencing.



2. In view of the continuing COVID-19 global pandemic, the Ministry of Corporate Affairs vide its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 has permitted conducting of Annual General Meeting of a Company through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM") without the physical presence of the members for the meeting at a common venue. Since the AGM is held in accordance to the aforesaid circulars, the physical presence of Members has been dispensed with and the facility for appointment of proxies by the Members was not applicable and hence dispensed with.

Members who attended the meeting through VC or OAVM have been counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

3. The Management of the Company is responsible to ensure compliance with the requirements of the statutory requirements w.r.t. the following for conducting the Annual General Meeting of the Company through VC / OAVM on the resolutions contained in Notice of the 26th Annual General Meeting of the Company:
 - (i) the Companies Act, 2013 and Rules made thereunder read with the relevant Circulars of Ministry of Corporate Affairs (MCA) w.r.t. conduct of Annual General Meeting and E-voting;
 - (ii) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 relating to Remote E-Voting and E-voting at the Annual General Meeting.
4. The Company had availed the voting facility offered by Central Depository Services (India) Limited ("CDSL"), for conducting Remote E-voting ("Remote E-Voting") and E-voting ("E-voting") at the Annual General Meeting to enable the Members to exercise their right to vote by electronic means.
5. My responsibility as Scrutinizer for the voting process is restricted to make a 'Consolidated Scrutinizer's Report' of the votes cast as "for" or "against" / "assent" or "dissent" for the resolution as stated in the notice of the 26th Annual General Meeting, based on reports generated from the Electronic voting service facility provided by Central Depository Services (India) Limited ("CDSL"), engaged by the Company, to provide voting through electronic means i.e. by Remote E-voting and on E-voting at the 26th Annual General Meeting.
6. The Shareholders of the Company holding shares as on the "Cut-off" date of (i.e. on Tuesday, September 15, 2020) were entitled to vote on the resolutions as set out in the Notice of the 26th Annual General Meeting.



7. The Remote E-voting commenced on Saturday, September 19, 2020 at 9.00 A.M IST to Tuesday, September 22, 2020 at 5.00 P.M. IST and the CDSL Remote E-voting Platform was closed in due time. After declaration of voting by the Chairman during the Annual General Meeting, the shareholders who were present through VC / OAVM during the Annual General Meeting voted through the E-voting facility provided by CDSL at the Annual General Meeting.
8. The shareholders who had voted by Remote E-voting through the facility provided by CDSL had been blocked and only those shareholders who were present through VC / OAVM during the Annual General Meeting and who had not voted using the Remote e-voting facility were allowed to cast their votes through E-voting system during the Annual General Meeting.
9. After closure of E-voting during the Annual General Meeting, votes cast through E-voting during the AGM and through Remote E-voting prior to the date of AGM were unblocked in the presence of two witnesses who are not in employment of the Company in accordance with Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014 and downloaded the results, after the appointed time from the E-voting System of CDSL, scrutinized, reviewed and the votes were counted and the voting results were prepared.
10. I have relied on information provided by Integrated Registry Management Services Private Limited, the Registrar and Share Transfer Agent (RTA) of the Company in relation to details regarding number of shares held and signatures of shareholders.
11. **Based on the data downloaded from CDSL E-voting System, the total votes cast in "favour" or "against" all resolutions proposed in the Notice of the 26th Annual General Meeting are submitted by me as under:**

Resolution No. 1: To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2020, along with the Report of the Board of Directors and Auditors thereon. **(Ordinary Resolution)**

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
53	35,13,809	99.975%



(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
8	878	0.025%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
NIL	

Resolution No. 2: To appoint a director in the place of Dr. Adil Agarwal (DIN: 01074272) who retires by rotation and being eligible offers himself for re-appointment. **(Ordinary Resolution)**

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
53	35,13,809	99.975%

(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
8	878	0.025%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
NIL	



Resolution No. 3: To appoint Statutory Auditors and fix their remuneration. *(Ordinary Resolution)*

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
53	35,13,809	99.975%

(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
8	878	0.025%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
NIL	

Resolution No. 4: Ratification of Remuneration to Cost Auditor for the Year 2019-20. *(Ordinary Resolution)*

(a) Voted in favour of the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
53	35,13,809	99.975%

(b) Voted against the Resolution:

Number of Members Voted	Number of Votes cast by them	% of total number of valid votes cast
8	878	0.025%

(c) Invalid Votes:

Total Number of Members, whose Votes were declared invalid	Number of Votes cast by them
NIL	



12. With respect to Corporate Shareholders who have voted through Remote E-Voting and E-voting during the Annual General Meeting, I have scrutinised whether the Corporate Shareholder has provided a board resolution authorising a natural person to vote at a general meeting of the company.

I report that all Resolutions have been passed by the Members of the Company through E-voting during the Annual General Meeting and Remote E-voting with requisite majority as proposed in the Notice of the 26th Annual General Meeting of the Company. You may accordingly declare the results.

Electronic data and relevant records relating to Remote E-voting / E-voting during the 26th Annual General Meeting held on September 23, 2020, shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours' faithfully,

For V. VASUMATHY & ASSOCIATES,

V. VASUMATHY
Practising Company Secretary
COP: 9451, FCS: 5424



UDIN: F005424B000757461
Place: Chennai

Countersigned:
For DR. AGARWAL'S EYE HOSPITAL LIMITED

DR. AMAR AGARWAL
Chairman Cum Managing Director

Name of the Company	Dr. Agarwal's Eye Hospital Limited
Date of the AGM	September 23, 2020
Total number of shareholders on record date	2988
No. of shareholders present in the meeting either in person or through proxy:	NA
Promoters and Promoter Group:	NA
Public:	NA
No. of Shareholders attended the meeting through Video Conferencing	35
Promoters and Promoter Group:	1
Public	34

Agenda- wise disclosure (to be disclosed separately for each agenda item)

1.To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2020, along with the Report of the Board of Directors and Auditors thereon

Resolution required: (Ordinary/ Special) Resolution No. 1		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 Outsta nding shares	No. of Votes in favour	No. of Votes - again st	No of Votes in favour on votes polled	No of Votes against on votes polled	Invalid votes	Invalid Vote count
		(1)	(2)	(3)=[(2) /(1)]*1 00	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/ (2)]*100		
Promoter and Promoter Group	E-voting	3513827	3372408	95.975	3372408	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicabl e)		0	0.000	0	0	0.000	0.000	0	0
Public- Institutions	E-voting	0	0	0.000	0	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicabl e)		0	0.000	0	0	0.000	0.000	0	0
Public Non- institutions	E-voting	1186173	142279	11.995	141401	878	99.968	0.025	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicabl e)		0	0.000	0	0	0.000	0.000	0	0
Total		4700000	3514687	74.78	3513809	878	99.975	0.025	0	0



2. To appoint a director in the place of Dr. Adil Agarwal (DIN 01074272) who retires by rotation and being eligible offers himself for re-appointment.

Resolution required: (Ordinary/ Special) Resolution No. 2		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 Vote s Polle d on Outs tandi ng share s	No. of Votes in favour	No. of Vot es - agai nst	No of Votes in favour on votes polled	No of Votes against on votes polled	Invalid votes	Invalid Vote count
		(1)	(2)	(3)=[(2)/(1)]*10 0	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/ (2)]*100		
Promoter and Promoter Group	E-voting	3513827	3372408	95.97 5	3372408	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public- Institutions	E-voting	0	0	0.000	0	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public Non- institutions	E-voting	1186173	142279	11.99 5	141401	878	99.972	0.028	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Total		4700000	3514687	74.78 1	3513809	878	99.975	0.025	0	0



3. To appoint Statutory Auditors and fix their remuneration										
Resolution required: (Ordinary/Special) Resolution No. 3		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	No of Votes in favour on votes polled	No of Votes against on votes polled	Invalid votes	Invalid Vote count
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting	3513827	3372408	95.975	3372408	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public-Institutions	E-voting	0	0	0.000	0	0	97.399	2.601	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public Non-institutions	E-voting	1186173	142279	11.995	141401	878	98.997	1.003	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Total		4700000	3514687	74.78	3513809	878	99.975	0.025	0	0



4.Ratification of Remuneration to Cost Auditor for the Year 2019-20										
Resolution required: (Ordinary/ Special) Resolution No. 4		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 Outsta nding shares	No. of Votes in favour	No. of Votes - again st	No of Votes in favour on votes polled	No of Votes against on votes polled	Inv ali d vot es	Inva lid Vot e cou nt
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter and Promoter Group	E-voting	3513827	3372408	95.975	3372408	0	100.000	0.000	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public- Institutions	E-voting	0	0	0.000	0	0	49.597	50.403	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Public Non- institutions	E-voting	1186173	142279	11.995	141401	878	90.207	9.793	0	0
	Poll		0	0.000	0	0	100.000	0.000	0	0
	Postal Ballot (Not applicable)		0	0.000	0	0	0.000	0.000	0	0
Total		4700000	3514687	74.78	3513809	878	99.97502	0.025	0	0

