



**CONSOLIDATED SCRUTINISER'S REPORT**

**(Pursuant to Section 108 of The Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014)**

To,  
**CARE HEALTH INSURANCE LIMITED**  
5<sup>th</sup> Floor, 19, Chawla House,  
Nehru Place, New Delhi-110019

For 1<sup>st</sup> Extraordinary General Meeting held on 29<sup>th</sup> March 2025  
Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

**REPORT OF SCRUTINIZERS APPOINTED BY THE BOARD OF DIRECTORS FOR THE 1<sup>ST</sup> EXTRAORDINARY GENERAL MEETING (EGM) OF 2024-25 OF CARE HEALTH INSURANCE LIMITED HELD ON SATURDAY, THE 29<sup>TH</sup> DAY OF MARCH, 2025 AT 11:00 A.M.(IST) AND CONCLUDED AT 11:30 A.M. (IST)**

**A. APPOINTMENT**

1. I, Devender Suhag, Practicing Company Secretary, having Membership No. 9545 and COP No. 26611, being appointed as scrutinizer by the Board of Directors of the Company for the purpose of scrutinizing the remote e-voting process and e-voting conducted at the Extraordinary General Meeting in a fair and transparent manner.
2. My appointment as a Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013, ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules 2014 ("the Rules") as amended.
3. My appointment as a Scrutinizer is also for ascertaining the requisite majority for the resolution proposed in the Notice of Extraordinary General Meeting ("EGM") dated March 04, 2025 issued to the Members of the Company in accordance to the General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circulars No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2022 dated May 05, 2022, General Circular No. 10/2022 dated December 28, 2022, General Circular No. 09/2023 dated September 25, 2023 and General Circular No. 09/2024 dated September 19, 2024 (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA"). The EGM was held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) in compliance with the provisions of Act, and Rules made thereunder, read with the Circulars.

**B. MANAGEMENT'S RESPONSIBILITY**

The Management of the Company is responsible to ensure the compliance with the requirements of:-

1. The Companies Act, 2013 and the Rules made thereunder;
2. The MCA circulars;

relating to e-voting on the resolution contained in the notice of EGM of Members of the Company.



Office:- Unit CI-2767 LGE, Sushant Lok-1, Near Golf Course Road, Gurgaon-122003  
| Tel. No : 0124-4148725 | Mob. No: 8130586611 | | E-mail: dsuhag@smdandco.in,  
Website: www.smdandco.in



## SMD & CO

### Company Secretaries

#### C. SCRUTINIZER'S RESPONSIBILITY

My responsibility as a Scrutinizer for the e-voting process of voting through electronic means i.e. by remote e-voting and e-voting at the EGM is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolution as stated in the said notice of EGM, based on the reports generated from the e-voting system provided by KFin Technologies Limited, Registrar and Share Transfer Agents (hereinafter to be known as "Kfin"), authorized under the rules and engaged by the Company to provide e-voting facilities for voting through electronic means i.e. by remote e-voting and e-voting at the EGM.

#### D. CUT-OFF DATE

1. The Company has dispatched Notice of EGM dated 04<sup>th</sup> March, 2025 to all the Members by e-mail, whose names appeared in the Register of Members/ List of Beneficiaries as notified by KFin and also uploaded the Notice of EGM at its website ([www.careinsurance.com](http://www.careinsurance.com)).
2. The Company has provided the facility of voting on the Resolution proposed in the Notice of the EGM through electronic means i.e. by remote e-voting and e-voting at the EGM to persons, who were members.

#### E. REMOTE E-VOTING AND E-VOTING AT THE EGM

1. In accordance with the Notice dated 04<sup>th</sup> March, 2025 sent to the Members, the remote e-voting commenced on Wednesday, 26<sup>th</sup> March, 2025 at 09:00 a.m. and ended on Friday, 28<sup>th</sup> March, 2025 at 5:00 p.m. The remote e-voting module was disabled by Kfin for voting thereafter.
2. In terms of the Notice of EGM, Members who were present at the EGM through VC/OA VM facility and had not cast their vote on the resolution through remote e-voting were provided with the facility of e-voting at the EGM.
3. I have obtained a complete record of votes cast by remote e-voting and e-voting at the EGM from Kfin which was unblocked by me after 15 minutes from the conclusion of EGM in the presence of 2 (two) witnesses CS Honey Bhardwaj and Akshita Yadav, who are not in the employment of the Company.
4. I will hand over report to the Company Secretary who has been authorized by the Chairperson of the Company to declare the results not later than three (3) days of the conclusion of the meeting and to upload the results over the website ([www.careinsurance.com](http://www.careinsurance.com)) of the Company and on the website of Kfin ([www.evoting.kfintech.com](http://www.evoting.kfintech.com)).

#### F. REPORT:

The current paid-up share capital of the Company is Rs. 9,731,248,290 divided into 973124829 equity shares of Rs. 10 each, out of which 32 shareholders holding 826585552 shares have cast their votes for the below resolution, which amounts to 84.94% of the total equity shares. Accordingly, the resolution was passed by requisite majority.



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Website: [www.smdandco.in](http://www.smdandco.in)



**SMD & CO**  
Company Secretaries

Resolution no.	Nature of Resolution	Subject Matter	Type of voting	Assent (For) No. Shares of Face Value Rs.10/- each		Dissent (Against) No. Shares of Face Value Rs.10/- each		Abstained / Invalid Votes	
				No. of Shareholders	% of total Number of valid votes	No. of Shareholders	% of total number of valid votes	No. of Shareholders	% of total number of valid votes
1	Ordinary Resolution	To remove Dr. Rashmi Saluja, Non-executive and Non-Independent Director of the Company	By Remote E-Voting	32	826585552 (100%)	0	0	0	0
			By E-Voting at the EGM	0	0	0	0	0	0
			<b>CONSOLIDATED VOTES</b>	<b>32</b>	<b>826585552 (100%)</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

Thanking you,

Yours faithfully

SMD and Co.

CS Devender Suhag  
Company Secretary

Membership No.: 9545  
CP No. 26611  
UDIN: - F009545F004178083



*Honey Bhardwaj*  
Witness

*Honey Bhardwaj*  
1048 Sec 39, Gurgaon

*Akshita*  
Witness

*Akshita Yadav*  
83 Golf Course Road, Gurgaon

Counter Signed By



Place: Gurgaon  
Date: 29.03.2025

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