



Kundan Agrawal & Associates

Company Secretaries

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CONSOLIDATED SCRUTINISER'S REPORT

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

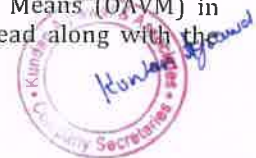
To,
CARE HEALTH INSURANCE LIMITED
5th Floor, 19, Chawla House,
Nehru Place, New Delhi-110019

For Extra-ordinary General Meeting ("EGM") held on 14th March, 2024 Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

REPORT OF SCRUTINIZER APPOINTED BY THE BOARD OF DIRECTORS OF M/S CARE HEALTH INSURANCE LIMITED ("the Company") FOR THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, THE 14TH DAY OF MARCH, 2024 AT 11:00 A.M.(IST) AND CONCLUDED ON 11:31 A.M. (IST)

A. APPOINTMENT

1. I, Kundan Agrawal, Practicing Company Secretary, having Membership No. 7631 and COP No. 8325, proprietor of M/s Kundan Agrawal & Associates, having office at E-21, Office No. 301, Jawahar Park, Laxmi Nagar, New Delhi-110092, 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 EGM 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 Special resolution proposed in the Notice of EGM dated 05th February, 2024 issued to the members of the Company in accordance with Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules"), as amended from time to time, read with the General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 8, 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 issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and the Secretarial Standards on General Meetings issued by the Institute of Company Secretaries of India and pursuant to other applicable laws and regulations in relation to "Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and other applicable laws and regulations. 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 along with the Circulars.



Office address: E-21, Office no. 301, Jawahar Park, Laxmi Nagar, New Delhi-110092(INDIA)



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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.

C. SCRUTINIZER'S RESPONSIBILITY

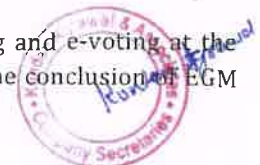
My responsibility as a Scrutinizer for the e-voting process of voting through electronic means i.e. by remote e-voting and e-voting at the EGM is restricted to making a Scrutinizer's Report of the votes cast in "favour" or "against" the resolution as stated in the said notice of EGM, based on the reports 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 on 21st February 2024 to all the Members 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) and made available on the website of E-voting Agency at www.evoting.kfintech.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 on the cut-off date i.e. 7th March, 2024.

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

1. In accordance with the Notice dated 5th February 2024 sent to the Members, the remote e-voting commenced on Monday, 11th March, 2024 from 09:00 a.m. and ended on Wednesday, 13th March, 2024 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/OAVM 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





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in the presence of 2 (two) witnesses, i.e., ACS Deepti Gupta and ACS Itisha Lunia who are not in the employment of the Company.

4. I will hand over the 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 will upload the results over the website www.careinsurance.com of the Company and on the website of Kfin (www.evoting.kfintech.com).

F. REPORT:

1. The current paid-up capital of the Company is Rs. 9,72,04,37,040 divided into 972,043,704 equity shares of Rs. 10 each, out of which 32 shareholders holding 820,391,265 shares have cast their votes for the resolution, which amounts to 84.40% of the total equity shares. Accordingly, the resolution was passed by requisite majority.





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Res. 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		Invalid poll	
				No. of Shareholders	% of total Number of valid votes (E-voting+ Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)	No. of Shareholders	% of total number of valid votes (E-voting + Poll)
1	Special Resolution	To consider and approve the remuneration of the Managing Director & CEO.	By Remote E-Voting	25	766790330 (93.47%)	Nil	Nil	0	0
			By E-Voting at the EGM	7	53600935 (06.53%)	Nil	Nil	0	0
			CONSOLIDATED VOTES	32	820391265 (100.00%)	Nil	Nil	0	0

Thanking you,
Yours faithfully

KUNDAN AGRAWAL & ASSOCIATES
Authorized Person



Kundan Agrawal
Company Secretary
Membership No.: F7631
CP No. 8325
UDIN: - F007631E003583247

Counter Signed by



Authorized Person

Place: New Delhi
Date: 14.03.2024