

Annual  
Report | 20<sup>17</sup><sub>18</sub>

# #YouFirst



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*We believe in people. We believe that every single human life is priceless beyond measure. We believe that prevention is better than cure, but if it hasn't been prevented, we will leave no stone unturned in our quest to cure it. We will strive to the utmost of our ability to provide to each and every Indian the highest quality healthcare. We will inspire people to treat their bodies with care. Every single member of the Apollo staff will treat visitors to our hospital not as patients but as family. No case will be given up without a fight. Nobody will walk out of our doors without a smile.*

*We are Apollo and we believe that Life is Priceless. We will do all that we can to protect and sustain it. No short-cuts. No compromises. But the best differentiated care a hospital can possibly give its valued patients. We are Apollo and we are proud to put #YouFirst.*

We believe good health is paramount to your happiness. We believe equally that no matter who you are or where you come from, east, west, north or south, that you deserve the best care to preserve and sustain your well-being. Which is why we consistently put You First in our healthcare delivery strategy and leave no stone unturned to bring to you differentiating expertise in the various aspects of personal healthcare. Our aim is simple - to provide you strategic healthcare value across Wellness, Diagnosis, Prescription, Consultation, Tertiary and Quarternary Care; punctuated with leading



clinical outcomes and outstanding patient experience. Above all, to give you Assurance, both in terms of the Outcomes and the Value Proposition.

We stand testimony to the saying, “The Whole is Greater than the Sum of its Parts”. The phrase aptly defines the synergy we have achieved in our care

delivery value chain. Our value offerings from Preventive Health to Consultation and Treatment, focus primarily on patient needs rendering our patient care singular and invaluable. The value of good health cannot be measured in monetary terms. It is our sustained endeavour to provide our patients value that goes beyond the sticker price resulting in unmatched outcomes.

Your body is Priceless. We believe we have a responsibility to put **#YouFirst** in all that we do. We believe you deserve it.



# MESSAGE



Dear Shareholders,

I look back nearly 35 years to when we initially set out to build the first corporate hospital, and then to the journey thereafter, in nurturing it into the world-class healthcare institution it has grown into today. Our motivation for the pursuit of my goals has not wavered a bit through this eventful and challenging journey. We have remained relentless during all this time in putting the patient at the core of all that we do, and bringing to them differentiated and loving care to alleviate the pain of illness and keep them well. Then, as now, we remain equally single minded in wanting to bridge the huge demand supply gap in India for quality hospitals and patient focused healthcare.

Rising challenges posed by Non-Communicable Diseases (NCDs) like diabetes, heart disease and cancers, drive us to strive even harder each day. Our country is facing a huge threat in the form of NCDs. Current analyses suggest that by 2020, as many as 300+ million people will be at risk of dying from NCDs in India. Diabetes, largely brought on by lifestyle, is the single largest healthcare burden, accounting for nearly 69 million diabetics and claiming more than a million lives a year. In addition, India houses the second largest population of smokers in the world. Tobacco kills

one million Indians annually, more than tuberculosis, HIV/ AIDS and malaria combined. As a country, it is now time to go to war against NCDs.

The Government's adoption of the pathbreaking National Health Policy, is a good step towards providing its citizens primary healthcare. Additionally, the government's move to convert its 150,000 PHCs to Health and Wellness Centers that will offer a more comprehensive package of services, marks a pivotal shift towards preventive healthcare and reaffirms what we at Apollo have always been saying - keeping a nation's citizens healthy, helps the country realize their full potential. The just announced Ayushman Bharat initiative will widen healthcare access to millions of under-served families, and will serve as an inflection point in the healthcare journey for the nation.

We are a pioneer in Public-Private Partnership and look forward to working with the Government as they roll-out the programme, helping to ensure that the highest quality care reaches underserved citizens on a sustained basis.

Our 300+ clinicians in our various cardiac centres across the country, have performed 10,000+ heart surgeries this year. We have preventive health checks which can diagnose cardiac problems before they develop into a serious heart condition. We want to educate people to 'Act Before the Attack'. Our solid organ transplant centre is the busiest in the world. Our 35 transplant surgeons across the network have performed 1,500+ transplants in FY18, of which 904 were kidney transplants.

In putting the patient first in our strategy, we have made substantial investments to set up leading edge Cancer Centers with expert physicians and the latest technologies for treating cancer, one of the most crucial among NCDs. Our 'Proton Treatment Centre', a cancer treatment and research facility in Chennai, will be operational soon. This facility will give patients access to cutting-edge Proton Beam Therapy, an advanced organ specific radiation treatment for removing malignant tumors from the head, neck, brain, pancreas, and prostate.

Our clinical excellence, marked by our quality processes and patient safety practices, and on-going commitment to innovation - the lifeline of any business, have not only helped

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us make quality healthcare more accessible and affordable, but have placed us on the cutting edge of healthcare delivery, affording us several differentiators in our various Centers of Excellence.

For any hospital to render uncompromised care to its patients, continuous improvement in service delivery is a must. To me, this is non-negotiable. We have over the years, determinedly and consistently invested in the latest technologies and sophisticated systems. This enables our doctor fraternity to harness the best treatment options for our patients - similar to those available elsewhere in the world. Today, I take pride that Apollo Hospitals is on par with leading international healthcare institutions. We provide world-class healthcare at significantly lower prices while producing clinical outcomes that are better or on par with them. The key to this success has been our consistent and on-going dedication to patient satisfaction and need based healthcare services. We strongly believe that it is not enough to merely treat our patients' diseases, but that it is important to first treat them as human beings, with care and respect. This is the foremost reason generation after generation our patients come back to us, honoring us with their trust. It is this sort of patient relationship that we work hard to nurture by putting the patient first in our business strategy.

To purposefully deliver healthcare in a country of more than a billion people, it is necessary to build a robust system that can serve both the urban and rural areas. This requires specialty hospitals, clinics, primary health care centers, and remote health care services where technology can be leveraged most optimally for the patients. We have to challenge traditional ways of rendering care and instead use disruptive technology to scale reach and reduce costs. For example, technology enabled home health care must be leveraged to free up scarce beds, speed up recovery and reduce cost.

Business is not just about profit but also about giving back to and serving the community. Apollo Hospitals has championed social causes with initiatives like Save a Child's Heart, which provides quality pediatric cardiac care to children from underprivileged sections of society, Society to Aid the Hearing Impaired, and the CURE Foundation focused on cancer care assist for children from financially challenged homes.

India is counted among the world's fastest growing economies. In health care, we are constantly pushing boundaries by sharing and collaborating to improve patient experience, transforming care delivery through telemedicine and optimized protocols, digitalizing and democratizing health through mobile solutions and telemedicine, and working with Artificial Intelligence and Big Data to develop India-specific patterns for disease detection and cure.

As a nation, let us be committed to the health and well-being of our people. 'Health for All' demands that we ensure universal health insurance coverage, put in place comprehensive programs for preventive health, and continue building world-class infrastructure. We should also implement technology-enabled access and build strong health care skills. Above all, we need to focus on empowering the individual to take charge of his own health, and be responsible for his well-being. The right combination of all of the above is the perfect prescription for a healthy India.

It is our strong belief that we have built a well diversified and responsive business model, which has borne out in even in a challenging and changing external environment. We have made internal changes as needed, to position ourselves strongly so as to leverage local demand, the roll-out of NHPS and the increasing numbers of medical value travelers. We remain quietly confident about our prospects in the quarters to come.

I thank my Apollo family – doctors, consultants, and staff who have made this journey successful. And I thank all our stakeholders, especially you, our investors, for the faith and trust you have reposed in us and for the continuing support you have shown us over the years. I look forward to that support as we keep pressing forward on our journey.

I wish you and your families much good health,

With warm personal regards,

**Dr. Prathap C Reddy**

Founder

Apollo Hospitals Group

# CORPORATE INFORMATION

Vice Chairman Dr. Prathap C. Reddy

Managing Director Mr. Ashok Bajpai

Directors

- Dr. Arun Rai
- Mr. Deepak Vaidya
- Ms. Renu S. Karnad
- Mr. Satnam Arora
- Ms. Shobana Kamineni
- Mr. S. Regunathan
- Ms. Suneeta Reddy
- Mr. T. S. Narayanasami
- Mr. Vinayak Chatterjee
- Ms. Vineeta Rai

Vice President cum Company Secretary Mr. Ajay Kumar Singhal

Chief Financial Officer Mr. Chander Prakash Tyagi

Registered Office & Hospital Complex Sarita Vihar, Delhi-Mathura Road  
New Delhi – 110 076

Hospital at Noida Apollo Hospitals,  
E-2, Sector-26, Noida – 201 301

Auditors S. N. Dhawan & Co. LLP  
Chartered Accountants, New Delhi

Bankers

- Oriental Bank of Commerce
- State Bank of India
- ICICI Bank Limited

# NOTICE TO THE MEMBERS

Notice is hereby given that the thirtieth Annual General Meeting of Members of Indraprastha Medical Corporation Limited will be held on Monday, 24<sup>th</sup> September, 2018, at 11.00 A.M. at Sirifort Auditorium, Siri Fort Cultural Complex, August Kranti Marg, New Delhi – 110 049, to transact the following business:

## ORDINARY BUSINESS:

### Item No. 1 — Adoption of financial statements.

To receive, consider and adopt the audited financial statements of the Company for the year ended 31<sup>st</sup> March, 2018, together with the Reports of the Board of Directors and Auditors thereon.

### Item No. 2 — Declaration of Dividend

To declare a dividend on equity shares for the financial year ended 31<sup>st</sup> March, 2018.

### Item No. 3 — Appointment of Director

To appoint a Director in place of Ms. Suneeta Reddy (DIN 00001873), who retires by rotation and being eligible, offers herself for re-appointment.

### Item No. 4 — Appointment of Director

To appoint a Director in place of Ms. Shobana Kamineni (DIN 00003836), who retires by rotation and being eligible, offers herself for re-appointment.

## SPECIAL BUSINESS

### Item No. 5 — Appointment of Mr. Ashok Bajpai as Managing Director

To consider and if thought fit, to pass with or without modification, the following as an ORDINARY RESOLUTION:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and any other applicable provisions of the Companies Act, 2013, and the rules made thereunder {including any statutory modification(s) or re-enactment thereof for the time being in force} read with the Companies (Appointment and Qualification of Directors) Rules, 2014, Mr. Ashok Bajpai (DIN 002463754), who was appointed as an Additional Director of the Company by the Board of Directors effective from 1<sup>st</sup> January, 2018, and who holds office till the date of the Annual General Meeting, and in respect of whom the Company has received a notice in writing from a member under Section 160 of the Companies Act, 2013, signifying his intention to propose Mr. Ashok Bajpai as a candidate for the office of Director of the Company, be and is hereby appointed as a Director of the Company.

RESOLVED FURTHER THAT subject to the provisions of Section 196, 197, 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013, and the Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014 (including any statutory modifications or re-enactment thereof, for the time being in force), the approval of the members of the Company be and is hereby accorded to the appointment of Mr. Ashok Bajpai (DIN 02463754) as Managing Director of the Company for a period of 5 years from 1<sup>st</sup> January, 2018 to 31<sup>st</sup> December, 2022, on the terms and conditions as set out in the employment agreement including remuneration as given below:

### A. Salary

Basic Salary Rs. 6,25,000 (Rupees Six Lacs Twenty-five Thousand only) per month. Annual increment shall be allowed as may be decided by the Board, based on achievement of Annual Operating Plan (AOP) score of the Hospital.

### B. Perquisites & Allowances

- a) House Rent Allowance @ 35% of the Basic Salary i.e. Rs 2,18,750 per month.
- b) Food coupons of Rs. 1,000, Transport Allowance — Rs. 1,600, Children Education Allowance Rs. 200 and other Allowance: Rs. 2,42,277 per month.
- c) Contribution to Provident Fund @ 12% of Basic Salary.
- d) Leave Travel Allowance for self and family upto a maximum of one-month basic salary, as per Company Policy.
- e) Reimbursement of medical expenses, for self and family, upto a maximum of Rs 15000 per annum
- f) Medical Insurance Premium for self and family (premium amount upto a maximum of Rs. 31700 per annum).
- g) Group Personal Accident Insurance premium (premium amount upto a maximum of Rs. 1650 per annum).
- h) Gratuity as per Gratuity Act on completion of 5 years of service in the Company.

### C. Other Benefits

- a) Chauffeur driven Company Car (Mercedes-Benz, E-Class).
- b) Performance bonus, for each financial year or part thereof, to be paid annually upto a maximum of Rs. 50,00,000 (Rupees Fifty Lacs) per annum as may be decided by the Board of Directors, based on the performance under Apollo Performance Management System. (Excellent Rating-100 % of performance bonus, Very Good Rating-75 % of performance bonus, Good Rating -50% of performance Bonus.)
- c) Tenure Linked Retention Bonus:
  - i) First Retention bonus of Rs. 50,00,000 on completion of 3 years of service in the Company (i.e. in January, 2021) subject to being on the roles of the Company.

- ii) Second Retention bonus of Rs. 50,00,000 on completion of 4 years of service in the Company (i.e. in January, 2022) subject to being on the roles of the Company.
- iii) Third Retention bonus of Rs. 50,00,000 on completion of 5 years of service in the Company (i.e. in January, 2023) subject to being on the roles of the Company.
- iv) Tenure Linked Retention Bonus will not be included in any payroll enhancements.

#### **D. Minimum Remuneration**

In the absence or inadequacy of profits in any financial year during the currency of tenure of the Managing Director, the Company shall pay the above-mentioned remuneration to Mr. Ashok Bajpai as 'Minimum Remuneration'.

#### **Item No. 6**

#### **To approve the Remuneration of the Cost Auditors for the year ending 31st March, 2019.**

To consider and if thought fit, to pass with or without modification, the following as an ORDINARY RESOLUTION:

"RESOLVED THAT pursuant to the provisions of Section 148 and its related and applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 ( including any statutory modification(s) or re-enactment thereof, for the time being in force), M/s. Devarajan Swaminathan and Co. — Cost Accountants, (Firm Registration No 100669), the Cost Auditors appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the year ending 31<sup>st</sup> March, 2019, at a remuneration of Rs. 5.50 lacs plus taxes as applicable and reimbursement of out of pocket expenses, be and is hereby ratified and confirmed."

**By order of the Board of Directors  
for Indraprastha Medical Corporation Limited**

**Ajay Kumar Singhal**

Vice President cum Company Secretary  
(FCS 1400)

Date: 28<sup>th</sup> July, 2018

#### **Registered Office:**

Sarita Vihar, Delhi-Mathura Road,  
New Delhi - 110 076, India  
CIN: L24232DL1988PLC030958

#### **NOTES:**

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013, (the Act) in respect of the Special Business as set out above is annexed hereto.
2. A member entitled to attend and vote at the Annual General Meeting may appoint a proxy to attend and vote on his / her behalf. A proxy need not be a

member of the Company. The instrument appointing the proxy shall be deposited at the Registered Office of the Company at Sarita Vihar, Delhi-Mathura Road, New Delhi — 110 076, not less than 48 hours before the commencement of the meeting.

A person can act as a proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the company carrying voting rights may appoint a single person as a proxy and such person shall not act as a proxy for any other person or shareholder.

3. Corporate members intending to send their authorized representative(s) to attend the Meeting are requested to send to the Company a certified true copy of the relevant Board Resolution to attend and vote on their behalf at the Meeting.
4. During the period beginning 24 hours before the time fixed for the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided not less than three days notice in writing is given to the Company.
5. Members/Proxies should bring the duly filled in attendance slip enclosed herewith to attend the meeting.
6. The Register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 15<sup>th</sup> September, 2018 to Monday, 24<sup>th</sup> September, 2018 (both days inclusive) for the purpose of payment of dividend for the financial year ended 31<sup>st</sup> March, 2018, and the Annual General Meeting.
7. Subject to the provisions of the Companies Act, 2013, dividend as recommended by the Board of Directors, if declared, at the meeting, will be paid to those members whose names appear :-
  - a) as Members on the Register of Members of the Company as on 24<sup>th</sup> September, 2018, after giving effect to all valid share transfers in physical form lodged with the Company up to the closing hours of business on 14<sup>th</sup> September, 2018, and
  - b) as Beneficial owners as per the Statement of Beneficial Ownership to be furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) in respect of the shares held in dematerialized form as at the closing hours of business on 14<sup>th</sup> September, 2018.
8. Members desiring any information as regards the accounts are requested to write to the Company at least seven days before the meeting so as to enable the management to keep the information available.
9. The Ministry of Corporate Affairs had notified provisions relating to unpaid / unclaimed dividend under Sections 124 and 125 of Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit,



Transfer and Refund) Rules, 2016 (IEPF Rules). As per these Rules, dividends which are not encashed / claimed by the shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The IEPF Rules mandate the companies to transfer such shares of Members of whom dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Hence, the Company urges all the Members to encash / claim their respective dividend during the prescribed period. The details of the unpaid / unclaimed amounts lying with the Company as on 26<sup>th</sup> September, 2017 (date of last AGM) are available under "Investor Relations" section on the website of the Company and on Ministry of Corporate Affairs' website.

The details of the financial years, date of declaration of dividend and the dates on which the outstanding amount is due to be transferred to Investor Education and Protection Fund are given in the table below.

Financial Year Ended	Date of Declaration of Dividend	Due Date for transfer to the IEP Fund
31/03/2011	14/09/2011	18/10/2018
31/03/2012	14/09/2012	18/10/2019
31/03/2013	26/09/2013	30/10/2020
31/03/2014	30/09/2014	03/11/2021
31/03/2015	29/09/2015	02/11/2022
31/03/2016	30/08/2016	03/10/2023
31/03/2017	26/09/2017	30/10/2024

10. (a) Adhering to the various requirements set out in the Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016, as amended, the Company has, during financial year 2017-18, transferred to the IEPF Authority all shares in respect of which dividend had remained unpaid or unclaimed for seven consecutive years or more as on the due date of transfer, i.e. October 31, 2017. Details of shares transferred to the IEPF Authority are available on the website of the Company and the same can be accessed through the link: <https://delhi.apollohospitals.com/refund-claimants-fund>. The said details have also been uploaded on the website of the IEPF Authority and the same can be accessed through the link: [www.iepf.gov.in](http://iepf.gov.in).
- (b) Members may note that shares as well as unclaimed dividends transferred to IEPF Authority can be claimed back from them. Concerned members/investors are advised to visit the weblink: <http://iepf.gov.in/IEPFA/refund.html> or contact Link Intime India Private Ltd., for lodging claim for refund of shares and / or dividend from the IEPF Authority.

11. Members holding shares in physical form are requested to intimate the following directly to the Company's Registrar and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd., 44 Community Centre, 2<sup>nd</sup> floor, Naraina Industrial Area Phase I, Near PVR, Naraina, New Delhi — 110 028 :-
  - (a) Bank Mandate with full particulars for remittance of dividend directly into their bank accounts, if declared at the meeting.
  - (b) Changes, if any, in their address at an early date.
  - (c) Application for consolidation of folios, if shareholdings are under multiple folios.
  - (d) Despatch of share certificates for consolidation.
  - (e) Request for nomination forms for making nominations as per the provisions of the Companies Act.
12. Members are requested to quote ledger folio numbers in all their correspondence.
13. Members holding shares in dematerialized form (electronic form) are requested to intimate any changes in their respective addresses, bank mandates etc., directly to their respective Depository Participants.
14. The Securities and Exchange Board of India (SEBI) vide its circular dated 20<sup>th</sup> April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in physical form are therefore, requested to submit their PAN and Bank Account Details to the Company/Registrars and Share Transfer Agents, M/s. Link Intime India Pvt. Ltd by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear the name of the Member. In the alternative, Members are requested to submit a copy of bank passbook / statement attested by the bank. Members holding shares in demat form are requested to submit the aforesaid information to their respective Depository.
15. SEBI has decided that securities of listed companies can be transferred only in dematerialised form from a cut-off date i.e. 5<sup>th</sup> December, 2018. In view of the above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.
16. Members of the Company had approved the appointment of S. N. Dhawan & Co. LLP, Chartered Accountants (ICAI Registration No. 000045N), as the Statutory Auditors at the Twenty-ninth Annual General Meeting (AGM) of the Company which is valid till the conclusion of the thirty-fourth AGM, subject to ratification of their appointment by the Members at every AGM. The requirement to place the matter relating to appointment of Auditors for ratification by members at every Annual General Meeting is done away with vide notification dated May 7, 2018, issued by the Ministry of Corporate Affairs, New Delhi. Accordingly, no resolution is proposed for ratification of appointment of Auditors.

17. National Electronic Clearing Service (NECS) Facility:

With respect to payment of dividend, the Company provides the facility of NECS to the shareholders wherever it is available.

Members holding shares in physical form who now wish to avail NECS facility, are requested to forward their NECS mandate in the prescribed form to the Company's Registrar and Share Transfer Agent, M/s. Link Intime India Pvt. Ltd.

18. Details under Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) in respect of the Directors seeking appointment / re-appointment at the Annual General Meeting, forms an integral part of the notice. The Directors have furnished the requisite declarations for their appointment / re-appointment.

19. Electronic copies of the Annual Report for the year ended 31<sup>st</sup> March 2018, and electronic copy of the Notice of the thirtieth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with the Attendance Slip and Proxy Form, are being sent to all the members whose email IDs are registered with the Company/Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses, physical copies of the Annual Report and Notice of the thirtieth Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form are being sent in the permitted mode.

20. Members may also note that the Notice of the thirtieth Annual General Meeting and the Annual Report for 2017-18, along with Attendance Slip and Proxy form, will be also available on the Company's website <https://delhi.apollohospitals.com/>. The physical copies of the aforesaid documents will be also available at the Company's Registered Office in New Delhi for inspection during the normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's email id: [imclshares@apollohospitals.com](mailto:imclshares@apollohospitals.com).

21. Mr. Baldev Singh Kashtwal, Practicing Company Secretary (Membership No. FCS 3616 & Certificate of Practice No. 3169) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

22. Voting through electronic means

- I. In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015 ('Amended Rules 2015') and Regulation 44 of the Listing Regulations and

Secretarial Standard on General Meetings (SS2) issued by the Institute of Company Secretaries of India, the Company is pleased to provide to its members the facility to exercise their right to vote on resolutions proposed to be considered at the Thirtieth Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services. The facility of casting the votes using an electronic voting system from a place other than the venue of the AGM ("remote e-voting") will be provided by National Securities Depository Limited (NSDL) for the members.

- II. The facility for voting through ballot paper shall be made available at the AGM and members attending the meeting who have not cast their votes by remote e-voting shall be able to exercise their right at the meeting through the ballot paper.
- III. Members who have cast their votes by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their votes again.
- IV. Voting rights shall be reckoned on the paid up value of shares registered in the name of the member/ beneficial owner (in case of electronic shareholding) as on the cut-off date i.e., 17<sup>th</sup> September 2018.
- V. A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., 17<sup>th</sup> September 2018 only shall be entitled to avail the facility of remote e-voting.
- VI. The remote e-voting period commences on 21<sup>st</sup> September 2018 (9:00 am) and ends on 23<sup>rd</sup> September 2018 (5:00 pm). During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 17<sup>th</sup> September 2018, may cast their votes by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by the member, he or she shall not be allowed to change it subsequently.
- VII. A person who is not a member as on the cut-off date should treat this Notice for information purpose only.
- VIII. The members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given below:-  
Step 1: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>  
Step 2 : Cast your vote electronically on NSDL e-Voting system.

**Details on Step 1 is mentioned below:**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.