

# **LOTUS EYE HOSPITAL AND INSTITUTE LIMITED**

CIN : L85110TZ1997PLC007783

Regd. Office & Corporate Office : SF No. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641 014

E-mail : companysecretary@lotuseye.org Website : www.lotuseye.org

Phone : 0422 4229900 Fax : 0422 4229933

|  |   |   |
|--|---|---|
| Chairman cum Managing Director         | - | <b>Dr. S.K. Sundaramoorthy</b><br>(expired on 22.01.2020)   |
| Whole-time Director                    | - | <b>Ms. Sangeetha Sundaramoorthy</b>   |
| Directors                              | - | <b>Dr. Kavetha Sundaramoorthy</b>   |
|  | - | <b>Mr. D. R. Kaarthikeyan</b>   |
|  | - | <b>Dr. Yogesh Shah</b>  |
|  | - | <b>Mr. G. R. Kaarthikeyan</b><br>(resigned on 30.07.2020)   |
|  | - | <b>CA R. Subramanian</b>  |
|  | - | <b>CA M. Alagiriswamy</b>   |
|  | - | <b>Mr. P.R. Rangaswami</b><br>(resigned as alternate director on 13.01.2020)  |
| Chief Executive Officer                | - | <b>Dr. K.S. Ramalingam</b><br>(w.e.f. 05.08.2020 )  |
| Chief Financial Officer                | - | <b>Mr. P.R. Rangaswami</b><br>(w.e.f. 14.01.2020 ) (Resigned 30.07.2020)  |
| Company Secretary & Compliance Officer | - | <b>CS Aakanksha Parmar</b>  |
| Statutory Auditors                     | - | <b>M/s. Anbarasu and Jalapathi</b><br>Chartered Accountants<br>30C, Alagesan Road, Saibaba Colony, Coimbatore - 641 011   |
| Internal Auditors                      | - | <b>CA P. Vishnu Adithan,</b><br>Chartered Accountant, Coimbatore  |
| Secretarial Auditor                    | - | <b>P. Eswaramoorthy &amp; Company</b><br>Company Secretaries<br>Ramanathapuram, Coimbatore - 641 045  |
| Bankers                                | - | <b>HDFC Bank Ltd</b><br><b>Axis Bank Ltd</b><br><b>The Federal Bank Ltd</b><br><b>ICICI Bank Ltd</b><br><b>Indusind Bank Ltd</b><br><b>Canara Bank</b>  |
| Registered Office                      | - | S.F. No. 770/12, Avinashi Road<br>Civil Aerodrome Post, Coimbatore - 641 014  |
| Registrar and Share Transfer Agent     | - | <b>M/s. S.K.D.C. Consultants Limited</b><br>Kanapathy Towers<br>3rd Floor, 1391/ A-1, Sathy Road<br>Ganapathy Post, Coimbatore - 641 006  |
| Audit Committee                        | - | <b>CA R. Subramanian, Chairman</b><br><b>Mr. D.R. Kaarthikeyan</b><br><b>Ms. Sangeetha Sundaramoorthy</b><br><b>Mr. G.R. Karthikeyan</b><br>(resigned on 30.07.2020)<br><b>CA M. Alagiriswamy</b> |
| Nomination & Remuneration Committee    | - | <b>Mr. D.R. Kaarthikeyan, Chairman</b><br><b>Dr. S.K. Sundaramoorthy</b><br>(expired 22.01.2020)<br><b>Dr. Yogesh Shah</b><br><b>Mr. G.R. Karthikeyan</b><br>(resigned on 30.07.2020)             |
| Stakeholders' Relationship Committee   | - | <b>CA R. Subramanian, Chairman</b><br><b>Mr. D.R. Kaarthikeyan</b><br><b>Dr. S.K. Sundaramoorthy</b><br>(expired 22.01.2020)<br><b>CA M. Alagiriswamy</b>   |

# LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

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Dear Stakeholders,

This year has been full of adversities and challenges for your company & the world in general. The sudden passing away of founder Dr. S.K. Sundaramoorthy, had left us totally shaken, and even before we had a chance to heal, the COVID-19 pandemic had affected work at all LOTUS hospitals and the society at large.

The year saw a challenging business environment with lower GDP growth and slowdown in consumption. This resulted in a weakening consumer sentiment and lower demand for the eye care sector. Nevertheless your company managed the difficulties and hurdles to the best of its abilities and continues to take on the challenge head on, targeting the profits and the heights it wants to achieve.

The first and second quarter of this year which normally see significant business activity, have seen nationwide lockdowns and several state imposed restrictions, resulting in deteriorated demand and consumption, impacting the profits of the respective quarters, but not all is lack-luster, as we are confident the following quarters will be profitable and in return assures the direction we are heading to.

The next few months will be critical, but your company is adapting, creating and establishing strong relationships with customers, vendors, and our stakeholders. It is well positioned to weather the storm ahead and take advantage of opportunities that come up during the downturn to expand, grow & gain market share.

The company is marked under new and exciting leadership which is creatively and relentlessly working towards maximizing the health and wealth of the company and all its stakeholders. We are extremely grateful to all our shareholders for their continued support and look forward towards a mutually benefitting partnership.

**Ms. Sangeetha Sundaramoorthy**  
**Managing Director (Proposed)**

## Report of CEO to the Board of Directors

Respected members of the board,

I shall give you an overall view of the functioning of your company since my joining.

As you all know we are coming out of the covid pandemic and restrictions designed to reduce the transmission of the virus. This has resulted in improved travelling, transportation and hospitals' attendance. But there is still some reluctance on the part of the individual patient to go to a hospital because of fear of contracting covid. This is preventing the attendance from returning to precovid times.

Covid occurrence and restrictions are still significantly high in our neighbouring state of Kerala where we run two centres.

With this information, we go on to consider our performance. We have been very busy in all our seven centres. We feel that work at Cochin and R.S Puram could be better.

Compared to precovid times, new patients and total number of patients are less in a few centres. To some extent it is due to inability to organize camps. We expect this to improve in the coming months.

I very much believe that we will be able to wipe out the loss we sustained during the first quarter of this year and show profit. This will be a significant achievement under the circumstances we operate.

Moving away from patient attendance and revenue issues we shall look into administrative work. Day-to-day administration is being improved to ensure smooth systematic, stress free working. Many systems are in place. Improvement and constant supervision of these and analysis of results are being done regularly. New systems are put in place.

An attempt is being made to reduce expenses at all levels.

Next to mention is probably the most important. We continue our efforts to update knowledge of professional staff treating patients, thus offering the most scientific, correct treatment to the patient. Our hospital's recognition by National Board of Examination to train ophthalmologists and our association with optometric institutions (LVRT) go a long way in this. Our doctors headed by Dr. Madhusudhan with the support of Dr. Anand and Dr. Ashish, are the pillars of this professional quality assurance programme which is the most important in bringing in latest, correct, scientific treatment to patients.

It is my duty to record here my impression as a physician directly involved in treating patients for last 45 years that no marketing or promotional effort will replace the correct scientific treatment. To be considered as an institution of excellence will only make us the leaders. I am strongly in support of the above ophthalmologists' efforts and it is my most important duty today to ask you to appreciate, encourage and extend support to them.

There are many other issues needing improvement as in any active business house. Changing requirements of business compel us to make changes in personnel and other infrastructure and methods of running the business. We are acutely aware of this and live upto this.

Apart from these above stated areas corporate compliance requirements are fulfilled as quickly as possible.

Before I conclude I must tell you about our plan to shift Tirupur centre to a new building. Considering many factors in this we plan to take a decision about it in the next few weeks. Financial problems caused by the Cochin Centre have never disappeared from our mind. We are always keeping in mind many of yours views regarding this. We are considering many alternatives which I am not able to elaborate now. But I can assure you that by this financial year end we will find a solution for this.

Overall, I would like to inform you that even though passing away of our founder and the chief ophthalmologist Dr. S.K. Sundaramoorthi and COVID pandemic caused major psychological and revenue setbacks to us, we are gradually coming out of these. I am hopeful we at LOTUS will steadily improve the quality and quantity of work and in the days to come become a true national leader in ophthalmology.

**Dr. K.S. Ramalingam**  
(Chief Executive Officer)

# LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

## NOTICE TO THE MEMBERS

NOTICE IS HEREBY GIVEN THAT THE 23RD ANNUAL GENERAL MEETING OF THE SHAREHOLDERS OF LOTUS EYE HOSPITAL AND INSTITUTE LIMITED WILL BE HELD ON SATURDAY 28TH NOVEMBER, 2020 AT 4.00 P.M. THROUGH VIDEO CONFERENCING ('VC')/OTHER AUDIO VISUAL MEANS ('OVAM') FACILITY TO TRANSACT THE FOLLOWING:

### ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020, including the Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Dr. Kavetha Sundaramoorthy (holding DIN: 02050806) who retires by rotation and being eligible, offers herself for re-appointment.

### SPECIAL BUSINESS:

3. To appoint Ms. Sangeetha Sundaramoorthy (DIN: 01859252) as the Managing Director of the Company for the period of three years and to fix remuneration to her.

To consider and if thought fit to pass with or without modification(s), the following Resolution as Ordinary Resolution:

**RESOLVED THAT** in accordance with provisions of Sections 196, 197, 198, 203 read with Schedule V and all other applicable provisions if any of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the consent of the members of the Company be and is hereby accorded for the appointment of Ms. Sangeetha Sundaramoorthy (DIN: 01859252), as the Managing Director of the Company for a period of three years commencing from 25th Day of September, 2020 on the following terms and conditions:

#### A. REMUNERATION:

| PARTICULARS               | AMOUNT IN RUPEES PER MONTH |
|---------------------------|----------------------------|
| Basic                     | 35,000                     |
| DA                        | 35,000                     |
| HRA                       | 20,000                     |
| Medical                   | 5,000                      |
| Transport                 | 5,000                      |
| <b>TOTAL GROSS SALARY</b> | <b>1,00,000</b>            |

#### B. PROVIDENT FUND AND GRATUITY: As per the Company policy.

**RESOLVED FURTHER THAT** the Board of directors or any Committee thereof, be and are hereby authorized to alter or vary the designation, component and elements of the remuneration payable to Ms. Sangeetha Sundaramoorthy, within the overall limit prescribed under Section 197 of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and to do all such other acts, deeds, things and execute all such documents, instruments and forms as may be required on this behalf.

**RESOLVED FURTHER THAT** in the event of absence of profits or inadequacy of profits in any financial year, Ms. Sangeetha Sundaramoorthy, shall be entitled to receive remuneration up to the limit as approved by the members herein above in accordance with the limits as specified under Part II of Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** any director(s) of the company or Company Secretary of the Company be and are hereby severally authorized to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this Resolution and matters incidental thereto"

By Order of the Board  
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

Place : Coimbatore  
Date : 24th September, 2020

(Sd/-) Aakanksha Parmar  
Company Secretary

**ANNEXURE TO THE NOTICE**  
(Pursuant to section 102(1) of the Companies Act, 2013))

**NOTES:**

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ('MCA') has vide its circular dated 5 May 2020 read with circulars dated 8 April 2020 and 13 April 2020 (collectively referred to as 'MCA Circulars') and SEBI circular dated 12 May 2020 permitted holding of the annual general meeting ('AGM') through VC/OAVM facility, without the physical presence of the members at a common venue. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations') and MCA Circulars, the AGM of the Company is being conducted through VC/OAVM.
2. The deemed venue for Twenty-third e-AGM shall be the Registered Office of the Company at 770/12 Avinashi Road, Civil Aerodrome Post, Coimbatore - 641014.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC/OAVM facility, physical attendance of members has been dispensed with. Accordingly, the facility for appointment of proxies by the members will not be available for the e-AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.
4. Institutional/Corporate shareholders (i.e. other than individuals/HUF, NRI, etc.) are required to send a scanned copy (pdf/jpg format) of its board or governing body's resolution/authorization, etc., authorizing their representative to attend the e-AGM on its behalf and to vote through remote e-voting. The said resolution/authorization shall be sent to the scrutinizer by email through its registered email address to [eswarfcs@gmail.com](mailto:eswarfcs@gmail.com) with a copy marked to [companysecretary@lotuseye.org](mailto:companysecretary@lotuseye.org)
5. The Register of Members and Share Transfer Books of the Company will remain closed from 23rd November, 2020 to 28th November, 2020 (both days inclusive).
6. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2) which sets out details relating to Special Business at the meeting, is annexed hereto. Additional Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to Directors seeking appointment / re-appointment at the AGM are provided in the said Statement.
7. Members are requested to communicate their change of address, if any, quoting their folio numbers to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, "Kanapathy Towers", 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore - 641 006. Similarly members holding shares in Demat form, shall intimate the change of address, if any, to their respective Depository Participants.
8. Shareholders holding shares in the physical form and wish to avail Electronic Clearing Services (ECS) facility (subject to availability of the facility) may authorize the Company with ECS mandate in the prescribed form and the same should be lodged with the Registrars and Share Transfer Agents M/s. SKDC Consultants Limited for payment of dividend in future through ECS, if eligible.
9. Members who require any clarifications on accounts or operations of the Company are requested to write their queries to the Company Secretary so as to reach her at least one week before the meeting. The queries will be answered accordingly.
10. Members may also note that the Notice of the 23rd Annual General Meeting and the Annual Report for 2019-20 will also be available on the Company's website [www.lotuseye.org](http://www.lotuseye.org) for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. For any communication, the shareholders may also send requests to the Company's investor email id: [companysecretary@lotuseye.org](mailto:companysecretary@lotuseye.org)

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11. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participants. Members holding shares in physical form can submit their PAN to the Company/RTA.

## THE INTRUCTIONS FOR SHAREHOLDRES FOR REMOTE E-VOTING ARE AS UNDER

- (i) The voting period begins on 25th November, 2020 10.00 AM (IST) and ends on 27th November, 2020 05.00 P.M (IST) During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 21st November, 2020 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) The shareholders should log on to the e-voting website [www.evotingindia.com](http://www.evotingindia.com).
- (iv) Click on "Shareholders" module.
- (v) Now enter your User ID
  - a. For CDSL: 16 digits beneficiary ID,
  - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
  - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

OR

Alternatively, if you are registered for CDSL's EASI/EASIEST e-services, you can log-in at <https://www.cdslindia.com> from Login - Myeasi using your login credentials. Once you successfully log-in to CDSL's EASI/EASIEST e-services, click on e-Voting option and proceed directly to cast your vote electronically.

- (vi) Next enter the Image Verification as displayed and Click on Login.
- (vii) If you are holding shares in demat form and had logged on to [www.evotingindia.com](http://www.evotingindia.com) and voted on an earlier e-voting of any company, then your existing password is to be used.
- (viii) If you are a first time user follow the steps given below:

|   | For Shareholders holding shares in Demat Form and Physical Form   |
|---|---|
| PAN   | <p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"><li>Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.</li></ul>                |
| Dividend Bank Details<br>OR Date of Birth (DOB) | <p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p> <ul style="list-style-type: none"><li>If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).</li></ul> |

- (ix) After entering these details appropriately, click on "SUBMIT" tab.
- (x) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (xi) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (xii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (xiii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xiv) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- (xv) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.
- (xvi) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- (xvii) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xviii) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xix) Shareholders can also cast their vote using CDSL's mobile app "m-Voting". The m-Voting app can be downloaded from respective Store. Please follow the instructions as prompted by the mobile app while Remote Voting on your mobile.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL ADDRESSES ARE NOT REGISTERED WITH THE DEPOSITORIES FOR OBTAINING LOGIN CREDENTIALS FOR E-VOTING FOR THE RESOLUTIONS PROPOSED IN THIS NOTICE:

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, please provide Demat account details (CDSL-16 digit beneficiary ID or NSDL-16 digit DPID + CLID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to Company/RTA email id.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE EGM/ AGM THROUGH VC/OAVM ARE AS UNDER:

1. Shareholder will be provided with a facility to attend the EGM/ AGM through VC/OAVM through the CDSL e-Voting system. Shareholders may access the same at [https:// www.evotingindia.com](https://www.evotingindia.com) under shareholders/ members login by using the remote e-voting credentials. The link for VC/OAVM will be available in shareholder/ members login where the EVSN of Company will be displayed.
2. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.

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3. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/ folio number, email id, mobile number at (company email id). These queries will be replied to by the company suitably by email.
6. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.

## INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING DURING THE AGM/EGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/ AGM is same as the instructions mentioned above for Remote e-voting.
  2. Only those shareholders, who are present in the EGM/ AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the EGM/ AGM.
  3. If any Votes are cast by the shareholders through the e-voting available during the EGM/AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility , then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.
  4. Shareholders who have voted through Remote e-Voting will be eligible to attend the EGM/ AGM. However, they will not be eligible to vote at the EGM/ AGM.
- (xx) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to [www.evotingindia.com](http://www.evotingindia.com) and register themselves in the “Corporates” module.
  - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com).
  - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
  - The list of accounts linked in the login should be mailed to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) and on approval of the accounts they would be able to cast their vote.
  - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
  - Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; [companysecretary@lotuseye.org](mailto:companysecretary@lotuseye.org) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.



If you have any queries or issues regarding attending AGM & e-Voting from the e-Voting System, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at [www.evotingindia.com](http://www.evotingindia.com), under help section or write an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or contact Mr. Nitin Kunder (022- 23058738 ) or Mr. Mehboob Lakhani (022-23058543) or Mr. Rakesh Dalvi (022-23058542).

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Manager, (CDSL, ) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com) or call on 022-23058542/43.

**Registered Office:**  
770/12, Avinashi Road  
Civil Aerodrome Post  
Coimbatore - 641 014

Place : Coimbatore  
Date : 24th Sep, 2020

By Order of the Board  
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Sd/-) Aakanksha Parmar  
Company Secretary

# LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

## ANNEXURE TO THE NOTICE (Pursuant to section 102(1) of the Companies Act, 2013))

The following explanatory statement lays down all the material facts relating to various businesses including special business of the accompanying Notice of the Annual General Meeting to be held on 28th November, 2020.

Item No 3: To Appoint Ms. Sangeetha Sundaramoorthy (DIN: 01859252) as the Managing Director of the Company for the period of three years and to fix remuneration to her.

Section 196, 197 & 203 of the Companies Act, 2013 read with schedule V and other applicable provisions, the position of Managing Director is vacant therefore, it is essential to fill the position by a befitting person, who shall be able to undertake the concerned functions.

As required by the above provisions and on recommendation of Nomination and Remuneration Committee, the Board at its meeting held on 24th September, 2020 approved the appointment of Ms. Sangeetha Sundaramoorthy (DIN: 01859252), as Managing Director of the Company for a period of three years with effect from 25th September, 2020, subject to the approval of shareholders at the ensuing General Meeting.

About the Proposed Appointee:

Ms. Sangeetha Sundaramoorthy, has been associated with the company from 2006, from 2009 as the whole - time director, and has learnt and matriculated the nuances of business under the great exemplary leadership of our founder chairman Dr. S.K. Sundaramoorthy, in the company of illustrious, august and prominent members of the Board, and has the following profile

|  |                   |
|--|-------------------|
| Senior Secondary School from Stanes Hr. Sec School, Coimbatore | 1995-1997         |
| Studied M.SC Software Engineering at PSG College of Technology | 1997-2002         |
| Worked with HSBC, Bangalore                                    | 2003-2005         |
| Associated with LOTUS,<br>Whole-time Director from 2009        | 2006- Present     |
| Managing Trustee, Lotus Vision Research Trust                  | 2020 Jan -Present |

Ms. Sangeetha Sundaramoorthy was instrumental during the stage of initial public offering of the company, where her adherence and patronage were conducive for public placement. The pivotal and exceptive precedence from January this year have siphoned and reaped staggering benefaction towards the operations of the organization and this smooth continuum, vitality and stability.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Ms. Sangeetha Sundaramoorthy are as given below:

### A-REMUNERATION:

|                           |                                   |
|---------------------------|-----------------------------------|
| Basic                     | - Rs. 35000 /-                    |
| DA                        | - Rs. 35000 /-                    |
| HRA                       | - Rs. 20000 /-                    |
| Medical                   | - Rs. 5000 /-                     |
| Transport                 | - Rs. 5000 /-                     |
| <b>Total Gross Salary</b> | <b>- Rs. 100000 /- per month.</b> |

B-PROVIDENT FUND & GRATUITY: As per Rules of the Company.

All other terms and conditions of service of the managing directors as agreed between the Company and the managing director as per the contract of service in written which is maintained under Section 190 (1) of Companies Act, 2013. This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013 and Regulation 36 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.