



CIAN HEALTHCARE LIMITED

(An ISO 9001:2015 & WHO GMP Certified Co.)

Corporate Office:

1st Floor, Premdeep Building, Above Latur Urban Co-Op. Bank Ltd.,
Lulla Nagar Chowk, Camp-Kondhwa Road, Pune - 411 040.
(Maharashtra) INDIA. Tel.: +91-20-41471234
Email: enquiry@cian.co, cianhealthcare@yahoo.co.in
Web: www.cian.co

Registered Office:

Milkant No. 3339, Block No.1 from South Side, C.S. No. 227/2+3A,
Harpale Park, Opp. Berger Paint, Phursungi, Tal. Haveli, Dist. Pune - 412 308,
(Maharashtra) INDIA. Tele-Fax.: +91-20-26982792

Factory:

Kh. No.: 248, Village Sisona, Bhagwanpur, Roorkee, Haridwar,
Pin - 247 661. Uttarakhand, Tel.: 1332 235352

CIN: U24233PN2003PLC017563

Date: 11/11/2019

To,
The Manager
Listing Department
BSE Limited
P.J Towers, Dalal Street Fort
Mumbai 400001

BSE Scrip Code: 542678

BSE Scrip ID: CHCL

**SUB: SUBMISSION OF MINUTES OF 16TH ANNUAL GENERAL MEETING OF THE
COMPANY FOR THE FINANCIAL YEAR 2018-19 HELD ON WEDNESDAY, 30TH
OCTOBER, 2019.**

Dear Sir,

With reference to Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015 we hereby submit the Minutes of 16th Annual General Meeting of the company for the Financial Year, 2018-19 held on Wednesday, 30th October, 2019.

Kindly take the above in your records.

Thanking You!

Yours Faithfully

FOR CIAN HEALTHCARE LIMITED


(SURAJ SHRINIWAS ZANWAR)
MANAGING DIRECTOR
DIN: 01304850



MINUTES OF THE 16TH ANNUAL GENERAL MEETING OF THE FINANCIAL YEAR 2018-19 OF THE SHAREHOLDERS OF CIAN HEALTHCARE LIMITED HELD ON WEDNESDAY THE 30TH OF OCTOBER, 2019 AT HOTEL OYO TOWNHOUSE 048 HADAPSAR 77, PLOT NO. 77, SOLAPUR - PUNE HWY, LAXMI COLONY, HADAPSAR, PUNE, MAHARASHTRA 411028 AT 09:00A.M.

MEMBERS/ DIRECTOR PRESENT:

1. Suraj Shriniwas Zanwar -	Managing Director/Member
2. Paresh Arun Shah-	Director
3. Kavita Zanwar-	Member
4. Shakuntala Zanwar-	Member
5. Pankaj Zanwar-	Member
6. Girish Dargad-	Member
7. Ramkumar Bansilal Dargad-	Member

OFFICER FOR ASSISTANCE:

CS Yashi Gupta-

Company Secretary & Compliance officer

SPECIAL INVITEE:

CS Yogendra Sharma-

Scrutinizer

M/s Agarwal Mahesh K & Co.
(Represented by CA Sunny Boundia)-

Statutory Auditor

LEAVE OF ABSENCE:

Leave of Absence was granted to Padmanabhan Balasubramaniam, Smita Gujral Khanna, Riyaz Bashir Khan and Santosh Pimparkar Shivaji, the Director(s) from attending the meeting on their request due to their pre-occupation.

NUMBER OF MEMBERS AS ON THE CUT OFF DATE AND REQUIREMENT OF QUORUM FOR THE AGM:

As per records made available by M/s Bigshare Services Private Limited the Share Transfer Agent on the cut off date i.e. 23rd October, 2019 there were 326 members of the company who were entitled to attend and vote at the 16th Annual General Meeting of the Financial Year 2018-19. And 5 Members were required to constitute the valid quorum for the 16th Annual General Meeting.

QUORUM:

It was considered that as on cutoff date i.e. 23rd October, 2019 the Company was having 326 Members therefore, a minimum quorum of 5 Members was required to be present in person at the 16th Annual General Meeting and total **6 (Six)** Members were present in person and no proxy participated at the Annual General Meeting as per the Attendance Records maintained at the Company. Since the adequate quorum was present, the Company Secretary and compliance officer CS Yashi Gupta confirmed that the meeting is in order and that the proceedings of the meeting should be commenced.

CHAIRMAN:

Mr. Suraj Shriniwas Zanwar, the Managing Director of the company elected as a Chairman & occupied the chair for the Meeting.


CHAIRMAN'S INITIALS

NOTICE OF THE 16TH ANNUAL GENERAL MEETING OF THE FINANCIAL YEAR 2018-19:

Company Secretary informed to the members that the Notice convening the 16th Annual General Meeting of the Financial Year 2018-19 along with the Notes have already been dispatched to the members by electronic mode through NSDL as per the records made available by the NSDL and to other members physically through Courier Agent of the Company. With permission of the Members present at the Meeting the Notice of the 16th Annual General Meeting of the Financial Year 2018-19 was taken as read.

BOOKS & STATUTORY REGISTER:

The Company Secretary informed that the Register of Director and Key Managerial Personnel and their Shareholding, Share Transfer Book and the Register of Members along with other statutory books, as required under other provisions of the Companies Act, 2013, Secretarial Standard etc. have been kept at the meeting and open for inspection of the members.

PROCEDURE AT THE 16TH ANNUAL GENERAL MEETING OF THE FINANCIAL YEAR 2018-19:

The Company Secretary informed that as per the requirement of the Companies Act, 2013, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standard the Remote E- Voting commenced from Saturday the 26th day of October, 2019 {09:00 am} and ended on Tuesday the 29th day of October, 2019 {05:00 PM} and voting at this Annual General Meeting shall conducted by way of poll therefore the members personally present at the meeting who have not casted their votes through remote e-voting were requested to cast their votes through poll paper and mark their assent or dissent on the poll paper (MGT-12) provided to them.

She also informed that the members had the right to ask question(s) on any agenda items of the company at any time, before exercising their voting right at the meeting.

The Company Secretary further informed that the company has appointed CS Yogendra Sharma, Practicing Company Secretary (ACS 47914, CP 17971) as scrutinizer to scrutinize the remote e-voting as well as voting through poll in a fair and transparent manner.

Thereafter, Upon the instructions of the chairman Company Secretary read the agenda items of the Notice of the 16th Annual General Meeting one by one as per notice of the AGM and thereafter arranged the Poll Box, which was sealed by the Scrutinizer in presence of all the Members, after showing that it is empty.

The members were then provided the opportunity to cast their vote by poll and drop their poll paper in the Form MGT-12 in Ballot Box and also requested to ensure if any member have already casted their vote by e-voting process, they would not be entitle to cast their votes by poll and if in any case it is casted the vote given by e-voting shall be considered as final. Further, the Company Secretary requested the members to fill up the entire column in proper manner like name, address, Client ID number of shares held and then mark right tick on the assent or dissent in the space provided for the same in Form MGT-12.

The Chairman made announcement that, if any member who has not casted their votes, please come forward promptly and complete the voting at the earliest, thereafter the Poll Box would be sealed by the Scrutinizer.

The Scrutinizer ascertained that no member was left for polling. And then he locked the Poll Box in presence of two witnesses and collected the Poll Box for Scrutiny of the Poll Papers.

CHAIRMAN'S INITIALS

The Chairman asked the Scrutinizer about the time to be taken by him to submit the report. The Scrutinizer replied to submit the report from the conclusion of the Annual General Meeting.

The Chairman also informed that the results of the meeting would be announced within stipulated time and the same shall be posted on the website of the Company, BSE, and NSDL.

CONCLUSION OF THE MEETING:

There being no other business the Meeting declared as concluded by the Chairman Mr. Suraj Shriniwas Zanwar, with a vote of thanks to the chair at 09:45 A.M on 30th October, 2019.

SCRUTINIZER REPORT:

After receiving the Scrutinizer Report in the Form MGT-13 and consolidated and Report on E-Voting and poll at the 16th Annual General Meeting for e-Voting and poll, the Chairman declared the following results, on the basis of report submitted by the Scrutinizer on 30th October, 2019 for the 16th Annual General Meeting and also declared that the date of the Polling at AGM i.e. 30th October, 2019 as under for all the purposes.

DECLARATION OF RESULTS FOR THE BUSINESS PROPOSED AT THE 16TH ANNUAL GENERAL MEETING:

With due consideration of the Scrutinizer's Report, the Chairman declared the following results for the 16th Annual General Meeting of the Financial Year 2018-19 held on Wednesday, 30th October, 2019 at 09:00A.M.

I: ORDINARY BUSINESS:

ITEM NO. 1: ORDINARY RESOLUTION FOR ADOPTION OF FINANCIAL STATEMENT CONTAINING THE AUDITED FINANCIALS STATEMENTS, STATEMENT OF PROFIT AND LOSS A/c AND CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2019, BOARD AND AUDITORS REPORT THEREON:

“RESOLVED THAT AS ORDINARY RESOLUTION To receive, consider, approve and adopt the Audited Financials Statements, containing the Audited Balance Sheet as at 31st March, 2019 along with the Board's Report and Auditors' Report along with all their all annexure thereon.

The Results of the Voting were as under:

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						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	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

CHAIRMAN'S INITIALS

	Total	16561050	16560000	99.9937	16560000	0	100	0
Public- Institutions	E-Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3162525	3162525	100	3162525	0	100	0
Public- Non Institutions	E-Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 1 of the Notice of the 16th Annual General Meeting has been PASSED.

ITEM NO. 2: ORDINARY RESOLUTION FOR APPOINTMENT OF DIRECTOR IN PLACE OF RIYAZ BASHIR KHAN (DIN: 07578366) WHO LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE HIMSELF FOR RE-APPOINTMENT.

“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr.. Riyaz Bashir Khan (DIN: 07578366), who retires by rotation at this meeting and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation.”

The Results of the Voting were as under:

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						No		
Categ ory	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes again st on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Prom oter and Prom oter Grou p	E-Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16561050	16560000	99.9937	16560000	0	100	0
Public- Institutions	E-Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0

CHAIRMAN'S INITIALS

	applicable)							
	Total	3162525	3162525	100	3162525	0	100	0
Public-Non Institutions	E-Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 2 of the Notice of the 16th Annual General Meeting has been PASSED.

ITEM NO. 3 ORDINARY RESOLUTION FOR APPOINTMENT OF STATUTORY AUDITOR AND FIX THEIR REMUNERATION

“RESOLVED THAT subject to the provisions of Section 139, 140, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, M/s Agarwal Mahesh K. & Co., Chartered Accountants, (ICAI Firm Registration No. 008007C), have confirmed their eligibility to be appointed as the Statutory Auditors in the term of the provision of Section 141 of the Companies Act, 2013 and the relevant rules and be and is hereby appointed for a term of 5 years to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the Twenty First Annual General Meeting (AGM) of the Company to be held in the year 2024 at such remuneration plus applicable taxes, and out of pocket expenses, as may be determined and recommended by the Audit Committee in consultation with the Auditors and duly approved by the Board of Directors of the Company.”

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						No		
Cate gory	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstand ing shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes again st on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[((5)/(2))]*100
Promoter and Promoter Group	E-Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16561050	16560000	99.9937	16560000	0	100	0
Public-Institutions	E-Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	3162525	3162525	100	3162525	0	100	0

CHAIRMAN'S INITIALS

Public-Non Institutions	E-Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 3 of the Notice of the 16th Annual General Meeting has been PASSED.

II SPECIAL BUSINESS:

ITEM NO. 4 ORDINARY RESOLUTION FOR CONFIRMATION OF APPOINTMENT OF MR. SANTOSH PIMPARKAR SHIVAJI (DIN:08466723) AS AN EXECUTIVE DIRECTOR AS WELL AS TECHNICAL DIRECTOR W.E.F A 30TH OCTOBER, 2019.

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 read along with the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Articles of Association of the Company, Mr. Santosh Pimparkar Shivaji (DIN:08466723), was appointed as Additional Director in the category of Executive Director as well as Technical Director at the Board meeting held on 08th day of July, 2019 of the Company and pursuant to the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby granted for the Appointment of Mr. Santosh Pimparkar Shivaji (DIN: 08466723), as the Director of the Company under the category of Executive Director as well as Technical Director, liable to retire by rotation.

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						No		
Categ ory	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	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16561050	99.9937	16560000	0	100	0
Public-Institutions	E-Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal Ballot		0	0	0	0	0	0
	Total							

CHAIRMAN'S INITIALS

	(if applicable)							
	Total	3162525	3162525	100	3162525	0	100	0
Public-Non Institutions	E-Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 4 of the Notice of the 16th Annual General Meeting has been PASSED.

ITEM NO. 5 ORDINARY RESOLUTION FOR CONFIRMATION OF APPOINTMENT OF MR. PARESH ARUN SHAH (DIN:08502901) AS A NON- EXECUTIVE DIRECTOR W.E.F A 30TH OCTOBER, 2019

“RESOLVED THAT pursuant to the provisions of Section 149, 152 and any other applicable provisions of the Companies Act, 2013 read along with the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Articles of Association of the Company, **Mr. Paresh Arun Shah (DIN:08502901)**, was appointed as Additional Director in the category of Non-Executive Director at the Board meeting held on 08th day of July, 2019 of the Company and pursuant to the provisions of sections 149 and 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the SEBI (LODR) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the approval of the members of the Company be and is hereby granted for the Appointment of **Mr. Paresh Arun Shah (DIN:08502901)**, as the Director of the company under the category of Non-Executive Director, liable to retire by rotation.

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						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	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	16561050	16560000	99.9937	16560000	0	100	0
Public-Institutions	E-Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal		0	0	0	0		

CHAIRMAN'S INITIALS

	Ballot (if applica ble)							
	Total	3162525	3162525	100	3162525	0	100	0
Publi c- Non Instit utions	E- Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No.5 of the Notice of the 16th Annual General Meeting has been PASSED.

ITEM NO. 6 ORDINARY RESOLUTION FOR RETIFICATION OF ANNUAL REMUENRATION OF THE COST AUDITOR M/S ABHIJEET DESHMUKH & CO.

“RESOLVED THAT_pursuant to the provisions of Section 148 (3) and other applicable provisions of the Companies Act, 2013 and the Companies (Cost Records & Audit) Rules, 2014, M/s Abhijeet Deshmukh & Co., Cost Accountants (FRN 101280) “Office No. B-112, World of Mother Complex, Near Jai Ganesh Vision, Akurdi, Pune – 411035 the Cost Auditor of the Company, appointed vide Board Resolution dated 30.09.2019, be paid an annual remuneration of INR 1,35,000/- (Rupees One Lakh Thirty Five Thousand Only) plus applicable Government taxes, for the Financial Year 2019-20.”

“RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to complete requisite formalities, sign and file Forms with the required authorities and to do all such other acts as may be necessary from time to time to make the resolution effective.”

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						No		
Categ ory	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstandi ng shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes again st on votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Prom oter and Prom oter Grou p	E- Voting	16561050	0	0	0	0	0	0
	Poll		16560000	99.9937	16560000	0	100	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	16561050	16560000	99.9937	16560000	0	100	0
Publi c- Instit utions	E- Voting	3162525	3162000	99.9834	3162000	0	100	0
	Poll		525	0.0166	525	0	100	0
	Postal Ballot (if		0	0	0	0	0	0

CHAIRMAN'S INITIALS

	applica ble)							
	Total	3162525	3162525	100	3162525	0	100	0
Publi c- Non Instit utions	E- Voting	0		0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	19723575	19722525	99.9947	19722525	0	100	0

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No.6 of the Notice of the 16th Annual General Meeting has been PASSED.

VOTE OF THANKS:

There being no other business to transact, and then concluded at 09:45 A.M with a vote of thanks to Chair.

Date: 11/11/2019
Place: Pune

(SURAJ SHRINIWAS ZANWAR)
CHAIRMAN
DIN: 01304850

CHAIRMAN'S INITIALS