

(SURAJ SHRINIWAS ZANWAR)
MANAGING DIRECTOR
DIN: 01304850

HELD AT Registered office ON 30th Sept 2021 TIME 11:00 Am

MINUTES OF THE 18th ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2020-2021 OF THE SHAREHOLDERS OF CIAN HEALTHCARE LIMITED HELD ON THURSDAY, THE 30TH OF SEPTEMBER, 2021 AT REGISTERED OFFICE SITUATED AT MILKAT NO.3339, BLOCK NO.1, FROM SOUTH SIDE, C.S.NO. 227/2+3A, HARPALE PARK, OPP.BERGER PAINT, PHURSUNGI PUNE, MAHARASHTRA 412308 INDIA 411028 AT 11:00A.M.

MEMBERS/ DIRECTOR PRESENT:

- | | |
|----------------------------|--------------------------|
| 1. Suraj Shriniwas Zanwar- | Managing Director/Member |
| 2. Riyaz Khan- | Whole Time Director |
| 3. Kavita Zanwar- | Member |
| 4. Pankaj Zanwar- | Member |
| 5. Girish Dargad- | Member |
| 6. Ashok Dargad- | Member |

OFFICER FOR ASSISTANCE:

CS Munjaji Dhumal-

Company Secretary & Compliance officer

SPECIAL INVITEE

Ms. Tanushri Khator -

Authorized Representative of the Scrutinizer

LEAVE OF ABSENCE:

Leave of Absence was granted to Mr. Santosh Pimpalkar, Mr. M.R. Sheikh, Ms. Shikha Rai, Mr. Dhiraj Ostwal, and Mr. Ranjit Singh Marwah, 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 the records made available by M/s Bigshare Services Private Limited the Share Transfer Agent on the cut-off date i.e., 23rd September, 2021, there were 392 members of the company who were entitled to attend and vote at the 18th Annual General Meeting for the Financial Year 2020-2021, and pursuant to the provisions of the act 5 (Five) Members were required to constitute a valid quorum for the 18th Annual General Meeting.

QUORUM:

It was considered that as on the cut-off date i.e. 23rd September, 2021 the Company was having 392 Members therefore, a minimum quorum of 5 (Five) Members was required to be present in person at the 18th Annual General Meeting of the Company and total 5 (Five) Members were present in person, and no proxy was participated in the Annual General Meeting as per the Attendance Records maintained at the Registered/ Corporate office Company. Since the adequate quorum was present, the Company Secretary and Compliance Officer CS Munjaji Dhumal confirmed that the meeting is in order and that the proceedings of the meeting should be commenced.

HELD AT _____ ON _____ TIME _____

CHAIRPERSON:

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

NOTICE OF THE 18th ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2020-2021:

Company Secretary informed the members that the notice convening the 18th Annual General Meeting for the Financial Year 2020-2021 along with the required notes and papers have already been dispatched to the members by electronic mode through NSDL and 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 18th Annual General Meeting for the Financial Year 2020-2021 was taken as read.

BOOKS & STATUTORY REGISTERS:

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

PROCEDURE AT THE 18th ANNUAL GENERAL MEETING FOR THE FINANCIAL YEAR 2020-2021:

The Company Secretary informed that, as per the requirement of the Companies Act, 2013, SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards, the Remote E- Voting commenced on Monday, 27th day of September, 2021 {at 10:01 am} and ended on Wednesday, 29th day of September, 2021 {at 05:00 pm} and Further, the voting in the Annual General Meeting also conducted by way of poll therefore the members personally present at the meeting who had not casted their votes through remote e-voting were requested to cast their votes through poll paper and to mark their assent or dissent on the poll paper (MGT-12) provided to them.

The Company Secretary also informed that, the members have the right to ask question(s) on any of the agenda items of the Company at any time, before exercising their voting right at the meeting.

The Company Secretary further informed that, the company have appointed CS Riteek Baheti, Practicing Company Secretary (ACS:48468; CP No. 17766) as a scrutinizer; to scrutinize the remote e- voting as well as the voting through poll in a fair and transparent manner.

Thereafter, upon the instructions of the chairperson the Company Secretary read the agenda items as mentioned in the notice of the 18th Annual General Meeting one by one and thereafter arranged the Ballot Box, which was sealed by the Authorized Representative of the Scrutinizer in the presence of all the Members, after showing that it is empty.

The members were then provided an opportunity to cast their votes by poll and drop their poll paper in the Form MGT-12 in the Ballot Box. The Company Secretary also made sure that any members who have already casted their votes through e-voting process, have not exercised their vote in the Annual General Meeting by way of poll, and it was also informed to the members that in any case it is casted the vote given by e-voting shall be considered as final


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Further, the Company Secretary requested the members to fill up the entire column in prescribed manner as name, address, Client ID, Number of shares held and then to mark right tick on the assent or dissent in the space provided for the same on poll paper in Form MGT-12.

Further, the Chairperson announced that, if any of the member, who have not casted their votes, to come forward promptly and complete the voting at the earliest, thereafter the Scrutinizer shall put a seal on the Ballot Box .

The Scrutinizer, after the conclusion of voting ascertained that no member was left for polling; and then the Scrutinizer locked the Ballot Box in the presence of two witnesses and then the possession of the Ballot Box was taken by the Scrutinizer for Scrutiny of the Poll Papers.

The Chairperson asked the Scrutinizer about the time the Scrutinizer shall need to submit his report. The Scrutinizer informed to the Company Secretary that the report shall be submitted within 24 hours from the conclusion of the Annual General Meeting

The Chairperson also informed that, the results of the meeting shall 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 was declared as duly concluded, by the Chairperson Mr. Suraj Shriniwas Zanwar, with a vote of thanks to the chair at 12:10 P.M on 30th September, 2021.

SCRUTINIZER'S REPORT:

After receiving the Scrutinizer's Report in the Form MGT-13 and Consolidated Report on E-Voting and poll with respect to the 18th Annual General Meeting, the Chairman declared the following results, on the basis of report submitted by the Scrutinizer on 01th October, 2021 for the 18th Annual General Meeting and also declared that the date of the Polling at AGM i.e. 30th September, 2021 as under for all the purposes.

DECLARATION OF RESULTS FOR THE BUSINESS PROPOSED AT THE 18TH ANNUAL GENERAL MEETING:

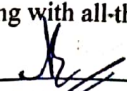
With due consideration of the Scrutinizer's Report, the Chairman declared the following results for the 18th Annual General Meeting for the Financial Year 2020-2021 held on Thursday, 30th September, 2021 at 11:00A.M.

I: ORDINARY BUSINESS:

ITEM NO. 1: ORDINARY RESOLUTION FOR ADOPTION OF AUDITED FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED), CONTAINING THE AUDITED BALANCE SHEET AS AT 31ST MARCH, 2021, STATEMENT OF CHANGES IN EQUITY, PROFIT AND LOSS AND CASH FLOW FOR THE YEAR ENDED 31ST MARCH, 2021 ALONG WITH THE BOARD REPORT AND AUDITORS' REPORT ALONG WITH ALL THEIR ALL ANNEXURE THEREON.:

"RESOLVED THAT AS ORDINARY RESOLUTION To receive, consider, approve and adopt the Audited Financial Statements (Standalone and Consolidated), containing the Audited Balance Sheet as at 31st March, 2021, Statement of changes in Equity, Profit and Loss and cash flow for the year ended 31st March, 2021 along with the Board Report and Auditors' Report along with all their all annexure thereon.

The Results of the Voting were as under


CHAIRMAN'S INITIALS

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	15961050	0	0	0	0	0	0
	Poll		15961050	100	15961050	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15961050	15961050	100	15961050	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	2000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60000	60000	100	2000	58000	3.33
Total		16021050	16021050	100	15963050	58000	99.64	0.36

ITEM NO. 2: ORDINARY RESOLUTION FOR APPOINTMENT OF DIRECTOR IN PLACE OF SURAJ SHRINIWAS ZANWAR (DIN: 01304850) WHO LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE HIMSELF FOR RE-APPOINTMENT.

The Results of the Voting were as under:

Resolution required:						Ordinary		
Whether promoter/promoter group are interested in the agenda						Yes		
Categ ory	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on	No. of votes – in favour	No. of votes – against	% of votes in favour ☒ on votes polled CHAIRMAN'S	% of Votes against INITIALS

HELD AT _____ ON _____ TIME _____

				outstandi ng shares				votes polled
		(1)	(2)	(3)=[(2)/ (1)]*100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	15961050	0	0	0	0	0	0
	Poll		15961050	100	15961050	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15961050	15961050	100	15961050	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	2000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60000	60000	100	2000	3.33	96.67
Total		16021050	16021050	100	15963050	58000	99.64	0.36

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 2 of the Notice of the 18th Annual General Meeting has been PASSED.

II SPECIAL BUSINESS:

ITEM NO. 3 ORDINARY RESOLUTION FOR APPOINTMENT OF MR. DHIRAJ SHANTILAL OSTWAL (DIN: 01786219) AS A DIRECTOR (NON-EXECUTIVE CATEGORY)

"RESOLVED THAT pursuant to the provisions of sections 161(1) of the Companies Act, 2013 read along with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Articles of Association of the company, Mr. Dhiraj Shantilal Ostwal (DIN- 01786219) was appointed as Additional Director in the category of Non-executive Director of the Company by means of resolution passed by circulation on 23rd day of June, 2021 and pursuant to the provisions of section 149 and 152 read with schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and 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 Appointment of Mr. Dhiraj Shantilal Ostwal (DIN- 01786219), in the category of Non-Executive Director of the Company was not passed with requisite majority.

The Results of the Voting were as under:


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

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	15961050	0	0	0	0	0	0
	Poll		15961050	100	0	15961050	0	100
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		16561050	96.37	0	15961050	0	100
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	0	2000	0	100
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60000	100	0	60000	0	100
Total		16021050	16021050	100	0	16021050	0	100

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 3 of the Notice of the 18th Annual General Meeting *has not been PASSED.*

ITEM NO. 4 ORDINARY RESOLUTION FOR APPOINTMENT OF MR. RANJIT SINGH MARWAH (DIN: 09225392) AS WHOLE-TIME DIRECTOR (EXECUTIVE CATEGORY)

“RESOLVED THAT pursuant to the provisions of sections 161(1) of the-Companies Act, 2013 read along with Rule 8, 9 and 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and provisions of Articles of Association of the company, Mr. Ranjit Singh Marwah (DIN- 09225392) was appointed as Additional Director in the category of Executive Director of the Company w.e.f. 30th June, 2021 and pursuant to the provisions of sections 149 and 152 read with schedule IV and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and 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. Ranjit Singh Marwah (DIN- 09225392), ~~in the category of~~ Executive Director of the Company.”

CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

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	15961050	0	0	0	0	0	0
	Poll		15961050	100	15961050	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15961050	100	15961050	0	100	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	2000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60000	100	2000	58000	3.33	96.67
Total		16021050	16021050	100	15963050	58000	99.64	0.36

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No. 4 of the Notice of the 18th Annual General Meeting has been PASSED.

ITEM NO. 5 ORDINARY RESOLUTION FOR RETIFICATION OF ANNUAL REMUNERATION 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 04.09.2021, be paid an annual remuneration of INR 1,10,000/- (Rupees one lac and ten thousand Only) plus applicable Government taxes, for the Financial Year 2021-22.”

HELD AT _____ ON _____ TIME _____

The Results of the Voting were as under:

Resolution required: Whether promoter/promoter group are interested in the agenda						Ordinary 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	15961050	0	0	0	0	0	0
	Poll		15961050	100	15961050	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		15961050	100	15961050	0	100	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Non Institutions	E-Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	2000	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		60000	100	2000	58000	3.33	96.67
Total		16021050	16021050	100	15963050	58000	99.64	0.36

Based on the Aforesaid results, given by the Scrutinizer, the Ordinary Resolution as contained in Item No.5 of the Notice of the 18th Annual General Meeting has been PASSED.

ITEM NO. 06.: SPECIAL RESOLUTION FOR APPROVAL OF THE REMUNERATION PAID TO MR. SANTOSH PIMPALKAR DURING F.Y 2020-21 IN EXCESS OF THE LIMITS PRESCRIBED UNDER SECTION 197 OF THE COMPANY ACT 2013

“RESOLVED THAT pursuant to the provisions of Section 197 of Read with schedule V of Company Act, 2013 consent of members be and are hereby accorded to approve the remuneration paid by Company to Mr. Santosh Pimpalkar during the year 2020-2021 which was in excess of limit provided under the act.


CHAIRMAN'S INITIALS

HELD AT _____ ON _____ TIME _____

Resolution required: Whether promoter/promoter group are interested in the agenda						Special 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	15961050	0	0	0	0	0	0
	Poll		15961050	100	15961050	0	100	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	15961050	15961050	100	15961050	0	100	0
Publi c- Instit utions	E- Voting	0	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	0	0	0	0	0	0	0
Publi c- Non Instit utions	E- Voting	60000	58000	96.67	0	58000	0	100
	Poll		2000	3.33	2000	0	100	0
	Postal Ballot (if applica ble)		0	0	0	0	0	0
	Total	60000	60000	100	2000	58000	3.33	96.67
Total		16021050	16021050	100	15963050	58000	99.64	0.36

Based on the Aforesaid results, given by the Scrutinizer, the Special Resolution as contained in Item No.5 of the Notice of the 18th Annual General Meeting has been PASSED.

VOTE OF THANKS:

There being no other business to transact, the Meeting was declared as concluded by the Chairman at 12:10 P.M on 30th September, 2021, with a vote of thanks to the chair.

Date: 28/09/2021
Place: Pune

(SURAJ SHRINIWAS ZANWAR)
CHAIRMAN
DIN: 01304850

CHAIRMAN'S INITIALS