

Tejnaksh Healthcare Limited

Regd. Add : Town Center, Unit No. 11 Ground Floor, Andheri Kurla Road, Marol,
Andheri (East) Mumbai - 400059

CIN No. U85100MH2008PLC179034

Email ID : instituteofurology@gmail.com

Tel. No.: 22-40051526

Date of the Result of Postal Ballot & E-Voting.	27 th February, 2017
Total number of shareholders on record date	As on record date i.e. 20 th January 2017, No. of shareholders were 106
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Not Applicable Not Applicable
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Applicable Not Applicable

Detail of Agenda

Sr No.	Agenda Item	Resolution type (Ordinary/Special)	Mode of Voting (Show of hands/Poll/Postal Ballot/E-voting)	Remarks
1.	Ordinary Resolution for Increase the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company.	Ordinary	Postal Ballot/E-Voting	Resolution passed with requisite majority as per table below
2.	Special Resolution Issue of Bonus Equity Shares by way of Capitalisation of Reserves.	Special	Postal Ballot/E-Voting	Resolution passed with requisite majority as per table below



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Resolution 1

Resolution required: (Ordinary/Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) $= [(2)/(1)] * 100^*$	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes polled(6) $= [(4)/(2)] * 100$	% of Votes in against on votes polled(7) $= [(5)/(2)] * 100$
Promoter and Promoter Group	E-Voting	799997	0	0	0	0	0	0
	Postal Ballot(if applicable)		799995	100	799995	0	100	0
	Total		799995	100	799995	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public-Others	E-Voting	304003	46402	15.26	46402	0	100	0
	Postal Ballot(if applicable)		104001	34.21	104001	0	100	0
	Total		150403	49.47	150403	0	100	0
Total		1104000	950398	86.09	950398	0	100	0

*Under this column, the valid votes polled are mentioned

The Number of votes in favour of the Ordinary Resolution is 950398 (100% of the total valid votes). Thus, the Ordinary Resolution has therefore been approved by the shareholders with the requisite majority.



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Email ID : instituteofurology@gmail.com

Tel. No.: 22-40051526

Resolution 2

Resolution required: (Ordinary/Special)					Special Resolution			
Whether promoter/promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held(1)	No. of votes polled (2)*	% of Votes polled on outstanding shares (3) = [(2)/(1)] * 100*	No. of Votes in favour (4)	No. of Votes in against (5)	% of Votes in favour on votes polled(6) = [(4)/(2)] * 100	% of Votes in against on votes polled(7) = [(5)/(2)] * 100
Promoter and Promoter Group	E-Voting	799997	0	0	0	0	0	0
	Postal Ballot(if applicable)		799995	100	799995	0	100	0
	Total		799995	100	799995	0	100	0
Public-Institutional Holders	E-Voting	0	0	0	0	0	0	0
	Postal Ballot(if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Others	E-Voting	304003	48002	15.79	48002	0	100	0
	Postal Ballot(if applicable)		104001	34.21	104001	0	100	0
	Total		152003	50.00	152003	0	100	0
Total		1104000	951998	86.23	951998	0	100	0

*Under this column, the valid votes polled are mentioned

The Number of votes in favour of the Special Resolution is 951998 (100% of the total valid votes). Thus, the Special Resolution has therefore been approved by the shareholders with the requisite majority.




SCRUTINIZER'S REPORT

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
Tejnaksh Healthcare Limited
Town Centre, Unit No.11,
Ground Floor, Marol,
Andheri Kurla Road,
Andheri (East), Mumbai - 400 059

Dear Sir,

I, Bhuvnesh Bansal, Practicing Company Secretary, was appointed by the Board of Directors of your Company at its meeting held on 18th January, 2017 as the Scrutinizer for the Postal Ballot & E-Voting held pursuant to provisions of Section 110 & Section 108 of the Companies Act, 2013 read with the Companies (Management And Administration) Rules, 2014, for the purpose of passing an Ordinary Resolution & Special Resolution under Section 61, 63, 64 of the Companies Act, 2013 as contained in Notice of Postal Ballot dated 18th January, 2017.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to postal Ballot. My responsibility as a Scrutinizer for the Postal Ballot process is restricted to make a Scrutinizer's report of the votes cast "in favor" or "against" the resolutions stated below.

The Resolution as proposed is reproduced hereunder:-

1. Increase the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company.

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

"RESOLVED THAT pursuant to the provision of Section 61 read with Section 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the relevant rules thereof (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and pursuant to the provision of the Memorandum and Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to increase the Authorised Share Capital of the Company from existing Rs. 1,50,00,000 (Rupees One Crore Fifty Lakh only) divided into 15,00,000 (Fifteen Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each, be and is hereby increased to Rs. 3,00,00,000 (Rupees Three Crore only) divided into 30,00,000 (Thirty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each.



RESOLVED FURTHER THAT, the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof with the following new Clause V:

"V. The Authorised Share Capital of the Company is Rs. 3,00,00,000 (Rupees Three Crore only) comprising of 30,00,000 (Thirty Lakh) Equity Shares of Rs. 10/- (Rupees Ten) each."

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard, as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

2. Issue of Bonus Equity Shares by way of Capitalisation of Reserves.

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

"**RESOLVED THAT,** in accordance with Section 63 and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company and the recommendation of the Board of Directors (hereinafter referred to as 'The Board', which expression shall be deemed to include a committee of directors duly authorized in this behalf) of the Company and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time) and applicable Regulatory Authorities, and such permissions, sanctions and approvals as may be required in this regard, the consent of the Members of the Company be and is hereby accorded to the Board for capitalization of such sum standing to the credit of securities premium / free reserves of the Company, as may be considered necessary by the Board, for the purpose of issuance of bonus shares of Rs.10/- (Rupee Ten) each, credited as fully paid-up shares to the holders of the existing equity shares of the Company, whose names appear in the Register of Members maintained by the Company's Registrars and Transfer Agents / List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on such date ('record date') as may be fixed in this regard by the Board, in the proportion of 1 (One) equity share for every 1 (One) existing equity share held by the Members.

RESOLVED FURTHER THAT, the Bonus Shares so allotted shall rank *paripassu* in all respects with the fully paid-up equity shares of the Company as existing on the 'record date' (as determined by the Board) and shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the Bonus Shares and in case of Members who hold shares in dematerialized form, the bonus shares shall be credited to the respective beneficiary accounts of the Members with their respective Depository participants.



RESOLVED FURTHER THAT the issue and allotment of the Bonus shares to Non- resident Members, Foreign Institutional investors (FIIs) & other foreign investors, be subject to the approval of the RBI, as may be necessary.

RESOLVED FURTHER THAT, for the purpose of giving effect to this Resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things and to give such directions as may be necessary or expedient and to settle any question, difficulty or doubt that may arise in this regard, as the Board in its absolute discretion may deem necessary or desirable and its decision shall be final and binding."

1. I submit my report as under:-

- 1.1 The Company has made necessary arrangement for conducting postal ballot and e-voting process in a fair and transparent manner. The Company has engaged National Securities Depository Limited (NSDL), to provide e-voting facility to the Equity Shareholders of the Company.
- 1.2 The shareholders of the Company had option to vote on resolutions either through the Postal Ballot forms physically or through the e-voting facility.
- 1.3 The Company has completed the dispatch of Postal Ballot forms on 23th January, 2017 along with postage prepaid business reply envelope to its members whose name(s) appeared on the Register of Members/list of beneficiaries as on 20th January, 2017.
- 1.4 All Postal Ballot forms & e-votes received up to the close of working hours on 24th February, 2017, the last date and time fixed by the Company for receipt of the forms & e-votes, were considered for the scrutiny.
- 1.5 The Postal Ballot forms were kept under my safe custody before commencing the scrutiny of such Postal Ballot forms.
- 1.6 Particulars of all the Postal Ballot forms & e-votes received from the members have been entered in a Register separately maintained for the purpose.

2. The results of the Postal Ballot & E Voting conducted are as under:-

Resolution 1

Increase the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company.



(A) E-Voting:-

(i) Voted in Favour of the resolution:

Number of Members voted through E-Voting system	Number of votes Cast by them	% of Total number of Valid votes cast
7	46402	4.88

(ii) Voted against the resolution:

Number of Members voted through E-Voting system	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
NIL	NIL

(B) Postal Ballot

(i) Voted in Favour of the resolution:

Number of Members voted through Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
24	903996	95.12

(ii) Voted against the resolution:

Number of Members voted through Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
1	1600

(C) Combined Report

(i) Voted in Favour of the resolution:

Number of Members voted through E-Voting & Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
31	950398	100.00

(ii) Voted against the resolution:

Number of Members voted through E-Voting & Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
1	1600

Resolution 2

Issue of Bonus Equity Shares by way of Capitalisation of Reserves.

(A) E-Voting:-

(i) Voted in Favour of the resolution:

Number of Members voted through E-Voting system	Number of votes Cast by them	% of Total number of Valid votes cast
8	48002	5.04

(ii) Voted against the resolution:

Number of Members voted through E-Voting system	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
NIL	NIL



(B) Postal Ballot

(i) Voted in Favour of the resolution:

Number of Members voted through Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
24	903996	94.96

(ii) Voted against the resolution:

Number of Members voted through Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
1	1600

(C) Combined Report

(i) Voted in Favour of the resolution:

Number of Members voted through E-Voting & Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
32	951998	100.00

(ii) Voted against the resolution:

Number of Members voted through E-Voting & Postal Ballot	Number of votes Cast by them	% of Total number of Valid votes cast
NIL	NIL	NIL

(iii) Invalid votes

Total Number of Members whose votes were declared invalid	Total number of votes cast by Them
1	1600

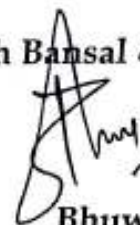
3. Based on the above facts, the Ordinary Resolution & Special Resolution for the following purposes:
- I. Increase the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company.
 - II. Issue of Bonus Equity Shares by way of Capitalisation of Reserves.

Contained in the Notice dated 18th January, 2017 may be considered as passed with requisite majority by the Shareholders of the Company by way of Postal Ballot & E-Voting.

4. I have handed over the Postal Ballot forms and other related papers / registers and records for safe custody to the Director authorized by the Board to supervise the Postal Ballot process.

Place: Mumbai
Date: 27/02/2017

For Bhunesh Bansal & Associates



Bhunesh Bansal
Proprietor
FCS No. - 6526
CP No. - 9089



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RESULT OF POSTAL BALLOT & E-VOTING

Pursuant to provisions of Section 110 and other applicable provisions, if any, of the Companies Act 2013 (the Act) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (Rules) the approval of the shareholders were sought by postal ballot & e-voting as per the details furnished in the Postal Ballot & E-Voting Notice dated 18th January, 2017 sent to all the shareholders.

The Company has appointed Mr. Bhuvnesh Bansal, Practicing Company Secretary, Mumbai as Scrutinizer for conducting the Postal Ballot & E-Voting, who has submitted his report. The result was announced by Dr. Ashish V. Rawandale, Managing Director of the Company on 27th February, 2017 at the Registered Office of the Company. The details of the Postal Ballot & E-Voting results are as follows:-

Resolution No. 1 - Ordinary Resolution

Ordinary Resolution for Increase the Authorised Share Capital and consequent alteration of the Memorandum of Association of the Company.

Summary of the ballot papers received and e-voting with their pattern of voting

Sr. No.	Particulars	No. of Postal Ballot Form / E-Voting	No. of shares voted
a)	Postal Ballot Forms received	25	905596
b)	E-Voting Confirmations	7	46402
	Total	32	951998
c)	Less : Invalid no. of votes casted	1	1600
d)	Valid no. of votes casted (Net)	31	950398
e)	Total no. of votes with assent for the Resolution	31	950398
f)	Total no. of votes with dissent for the Resolution	0	0

Resolution No. 2 - Special Resolution

Special Resolution Issue of Bonus Equity Shares by way of Capitalisation of Reserves.

Summary of the ballot papers received and e-voting with their pattern of voting

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Resolution 2:

Sr. No.	Particulars	No. of Postal Ballot Form / E-Voting	No. of shares voted
a)	Postal Ballot Forms received	25	905596
b)	E-Voting Confirmations	8	48002
	Total	33	953598
c)	Less : Invalid no. of votes casted	1	1600
d)	Valid no. of votes casted (Net)	32	953598
e)	Total no. of votes with assent for the Resolution	32	953598
f)	Total no. of votes with dissent for the Resolution	0	0

The Resolutions considered as passed with requisite majority by the Shareholders of the Company by way of Postal Ballot & E-Voting.

Thanking You

Yours faithfully,

For Tejnaksh Healthcare Limited


Ashish V. Rawandale
Managing Director
DIN- 02005733

