



Apollo Hospitals Enterprise Limited

[CIN : L85110TN1979PLC008035]

Regd. Office : No.19, Bishop Gardens, Raja Annamalaipuram, Chennai - 600 028.

Secretarial Dept : Ali Towers III Floor, No.55, Greams Road, Chennai - 600 006.

E-mail : apolloshares@vsnl.net, website : www.apollohospitals.com

Phone: +91-44 28290956, 28293896 Board Line : 28293333 Ext. 6681

ATTENDANCE SLIP

I / We hereby record my / our presence at the Thirty Third Annual General Meeting of the Company held at The Music Academy, New No.168, (Old No.306) T.T.K Road, Royapettah, Chennai – 600 014 at 10.30 a.m. on Monday, the 25th August 2014.

Name and Address of the Shareholder(s)		
If Shareholder(s) please sign here	If Proxy, please mention name and sign here	
	Name of Proxy	Signature

Voting through Electronic means

EVEN (E Voting Even Number)	USER ID	Password/PIN

Notes:

- (1) Shareholders / Proxyholders as the case may be are requested to produce the attendance slip duly signed at the Meeting entrance.
- (2) Members holding shares in physical form, are requested to advise change in their address, if any, to the Registrar & Share Transfer Agent, Integrated Enterprises (I) Ltd., No.1, Ramakrishna Street, North Usman Road, T. Nagar, Chennai – 600 017

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Regd. Office : No.19, Bishop Gardens, Raja Annamalaipuram, Chennai - 600 028.**Secretarial Dept :** Ali Towers III Floor, No.55, Greams Road, Chennai - 600 006.**E-mail :** apolloshares@vsnl.net, **website :** www.apollohospitals.com**Phone:** +91-44 28290956, 28293896 Board Line : 28293333 Ext. 6681**PROXY FORM (Form No. MGT-11)**

[Pursuant to Sec 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member (s):

Registered Address:

Email ID:

Folio. No./Client ID:

I/We, being the member(s) holding shares of the above named company, hereby appoint.

1. Name:..... 2. Name:..... 3. Name:.....

Address:..... Address:..... Address:.....

.....

E-mail Id:..... E-mail Id:..... E-mail Id:.....

Signature:....., or failing him/her Signature:....., or failing him/her Signature:.....

As my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the Thirty Third Annual General Meeting of the Company, to be held on Monday, the 25th day of August 2014 at 10.30 a.m., at **The Music Academy, New No.168, (Old No.306) T.T.K Road, Royapettah, Chennai - 600 014** and at any adjournment thereof in respect of such resolutions as are indicated below:

**I/We wish my above proxy(ies) to vote in the manner as indicated in the box below:

Resolution No.	Resolutions	Optional	
		For	Against
	Ordinary Business		
1.	Adoption of audited financial statements (both standalone & consolidated) for the financial year ended 31 st March 2014.		
2.	To declare a dividend on equity shares for the financial year ended 31st March 2014.		
3.	To appoint a Director in place of Smt. Sangita Reddy, who retires by rotation and being eligible, offers herself for re-appointment.		
4.	To appoint M/s. S. Viswanathan, Chartered Accountants as the Statutory Auditors of the Company.		
	Special Business		
5.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri. N. Vaghul as an Independent Director		
6.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Deepak Vaidya as an Independent Director		
7.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Rafeeqe Ahamed as an Independent Director		
8.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Rajkumar Menon as an Independent Director		
9.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Habibullah Badsha as an Independent Director		
10.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.G.Venkatraman as an Independent Director		
11.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Khairil Anuar Abdullah as an Independent Director		
12.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Sanjay Nayar as an Independent Director		

Resolution No.	Resolutions	Optional	
		For	Against
13.	Ordinary Resolution under Sections 149,152 of the Companies Act, 2013 for appointment of Shri.Vinayak Chatterjee as an Independent Director		
14.	Special Resolution under Section 197 of the Companies Act, 2013 for payment of commission to Non-Executive Directors within the overall ceiling limit of 1% of net profits of the Company for a period of five years with effect from 1 st April 2014.		
15.	Ordinary Resolution under the provisions of the Companies Act, 2013 for re-designation of Smt.Preetha Reddy as Executive Vice-Chairperson of the Company		
16.	Ordinary Resolution under the provisions of the Companies Act, 2013 for re-designation of Smt.Suneeta Reddy as Managing Director of the Company		
17.	Ordinary Resolution under the provisions of the Companies Act, 2013 for re-designation and re-appointment of Smt.Shobana Kamineni as Executive Vice-Chairperson of the Company		
18.	Ordinary Resolution under the provisions of the Companies Act, 2013 for re-designation of Smt.Sangita Reddy as Joint Managing Director of the Company		
19.	Special Resolution under Section 94 of the Companies Act, 2013 for maintenance of Register of members and other statutory registers at a place other than the registered office of the Company.		
20.	Special Resolution under Section 180 (1) (c) of the Companies Act, 2013 for revision in the borrowing limits of the Company upto a sum of ₹.25,000 million		
21.	Special Resolution under Section 180 (1) (a) of the Companies Act, 2013 for mortgaging the assets of the Company in favour of financial institutions, banks and other lenders for securing their loans upto a sum of ₹. 25,000 million.		
22.	Special Resolution under Sections 73 and 76 of the Companies Act, 2013 for acceptance of unsecured / secured Deposits from Public and Shareholders		
23.	Special Resolution under Section 42&71 of the Companies Act, 2013 for offer of invitation to subscribe to Non Convertible Debentures on a private placement basis, upto a sum of ₹.5,000 million.		
24.	Ordinary Resolution under Section 148 of the Companies Act, 2013 for approval of the remuneration of the Cost Auditor for the year ending 31 st March 2015.		

Signed thisday of2014

Signature of shareholder(s)

Affix
Revenue
Stamp

.....

Signature of first Proxy holder

Signature of second Proxy holder

Signature of third Proxy holder

**This is only optional Please put a √ in the appropriate column against the resolutions indicated in the Box. Alternatively you may mention the number of shares in the appropriate column in respect of which you would like your proxy to vote, if you leave all the columns blank against any or all the resolutions your proxy will be entitled to vote in the manner as he/she thinks appropriate.

Note:

- 1 This form of proxy in order to be effective should be duly completed and deposited either at the Registered Office of the Company at No. 19, Bishop Gardens, Raja Annamalaipuram, Chennai - 600 028 or at the Secretarial Department, Ali Towers, III floor, No. 55, Greams Road, Chennai - 600 006 not less than 48 hours before the commencement of the meeting.**
- 2 A proxy need not be a member of the company
- 3 In case the appointer is a body corporate the proxy form should be signed under its seal or be signed by an office or an attorney duly authorized by it and an authenticated copy of such authorization should be attached to the proxy form
- 4 A person can act as a proxy on behalf of such number 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. Further 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 Member.
- 5 In case of joint holders the signature of any one holder will be sufficient but names of all the joint holders should be stated.