



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

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

BALLOT FORM (In lieu of e-voting)

|    |   |   |  |
|----|---|---|--|
| 1. | Name & Registered Address of the sole / first Shareholder | : |  |
| 2. | Name(s) of Joint Shareholder(s), if any                   | : |  |
| 3. | Registered Folio No. / DP I.D No./Client ID No.           | : |  |
| 4. | Number of Shares held                                     | : |  |

I/We hereby exercise my/our vote in respect of the Resolution(s) to be passed at the 35<sup>th</sup> Annual General Meeting of the Company to be held on 12<sup>th</sup> August 2016 for the business stated in the Notice of the Meeting dated 25<sup>th</sup> May 2016 by conveying my / our assent or dissent to the said Resolution(s) by placing tick mark ( ) at the appropriate box below:

| Resolution No. | Description of Resolutions  | Type of Resolution (Ordinary/Special) | No.of Shares held | I / We assent to the Resolution (FOR) | I / We dissent to the Resolution (AGAINST) |
|----------------|---|---------------------------------------|-------------------|---------------------------------------|--|
| 1              | Adoption of audited financial statements (both standalone & consolidated) for the financial year ended 31st March 2016.   | Ordinary                              |                   |                                       |  |
| 2              | To confirm the payment of Interim Dividend of ₹ 6/- per share (120%) on equity shares of face value of ₹5/- each already paid as the final dividend for the financial year ended 31st March 2016.   | Ordinary                              |                   |                                       |  |
| 3              | To appoint a Director in place of Smt.Shobana Kamineni (holding DIN 00003836), who retires by rotation and being eligible, offers herself for re-appointment.   | Ordinary                              |                   |                                       |  |
| 4              | To re-appoint S. Viswanathan LLP, Chartered Accountants as the Statutory Auditors of the Company for the financial year 2016-2017.  | Ordinary                              |                   |                                       |  |
| 5              | Approval for revision of borrowing limits of the Company up to a sum of ₹35,000 million under Section 180(1)(c) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder.   | Special                               |                   |                                       |  |
| 6              | Approval for mortgaging the assets of the Company in favour of Financial Institutions, Banks and other lenders for securing their loans upto a sum of ₹ 35,000 million, under Section 180(1)(a) and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder  | Special                               |                   |                                       |  |
| 7              | Approval to offer or invite subscriptions for secured / unsecured redeemable non-convertible debentures, in one or more series / tranches, aggregating upto ₹5,000 million on a private placement basis under Sections 42, 71 and other applicable provisions if any of the Companies Act,2013 read with the Companies (Prospectus and Allotment of Securities) Rules, 2014 and the Companies (Share Capital and Debentures) Rules, 2014. | Special                               |                   |                                       |  |
| 8              | Approval of the remuneration of the Cost Auditor for the year ending 31st March 2017.   | Ordinary                              |                   |                                       |  |

Place :

Date :

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Signature of the Shareholder

NOTE: Kindly read the instructions printed overleaf before filling the form. Valid Ballot Forms received by the scrutinizer by 5:00 p.m. till Thursday, 11<sup>th</sup> August 2016 shall only be considered

#### Instructions:

1. Members may fill up the Ballot Form printed overleaf and submit the same in a sealed envelope to the Scrutinizer, Ms.Lakshmmi Subramanian, Senior Partner, M/s. Lakshmmi Surbamanian Associates, Practising Company Secretaries, No.81 MNO Complex, Greams Road, Chennai – 600 006 or to her email id [lakshmmi6@gmail.com](mailto:lakshmmi6@gmail.com), so as to reach by 5.00 p.m. till Thursday, 11<sup>th</sup> August 2016. Ballot Form received thereafter will strictly be treated as if, not received.
2. Voting rights will be reckoned on the paid-up value of shares registered in the name of the member on Friday, 5<sup>th</sup> August 2016, which is the cut-off date fixed for this purpose.
3. The Company will not be responsible, if the envelope containing the Ballot Form is lost in transit.
4. Unsigned, incomplete or incorrectly ticked forms are liable to be rejected and the decision of the Scrutinizer on the validity of the forms will be final.
5. In the event a member casts his/her votes through both the processes i.e., e-voting and ballot form the votes in the electronic system would be considered and the votes cast through the ballot form would be ignored.
6. The right of voting by Ballot Form shall not be exercised by a proxy.
7. To avoid possibility of fraudulent transactions, the identity/signature of the members holding shares in electronic form is verified with the specimen signatures furnished by NSDL/ CDSL and that of members holding shares in physical form is verified as per the records of the Registrar and Share Transfer Agent of the Company (i.e., Integrated Enterprise (I) Limited). Members are requested to keep the same updated.
8. There will be only one Ballot Form for every Folio/DP ID Client ID irrespective of the number of joint holders.
9. In the case of joint holders, the Ballot Form should be signed by the first named shareholder and in his/her absence by the next named shareholders. Ballot Form signed by a joint holder shall be treated valid if signed as per records available with the Company.
10. For the votes to be considered valid, the institutional shareholders (i.e., other than individuals, HUF, NRI, etc) are required to send certified copy of the relevant authorization/board resolution along with Ballot form. A member may sign the form through an attorney appointed specifically for this purpose. In which case an attested true copy of the Power of Attorney should be attached to the Ballot Form.
11. Instructions for e-voting procedure are available in the Notice of Annual General Meeting and are also posted on the website of the Company, [www.apollohospitals.com](http://www.apollohospitals.com).