

ASSAM HOSPITALS LIMITED

Regd. Office: "Lotus Tower", G.S. Road, Guwahati- 781 005

Phone:0361-2347700-07, 7135005

Email: ashishmalakar@apollohospitalsguwahati.com

CIN: U85110AS1997PLC004987, Website: www.apollohospitalsguwahati.com

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 20th ANNUAL GENERAL MEETING OF THE MEMBERS OF ASSAM HOSPITALS LIMITED WILL BE HELD AT 12:00 NOON ON SATURDAY, 26TH AUGUST 2017 AT HOTEL PRAGATI MANOR, G S. ROAD, DISPUR, GUWAHATI - 781005 TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS :

1. To receive, consider and adopt the Financial Statements of the Company for the Financial Year ended 31 March, 2017, including the Audited Balance Sheet as at 31st March 2017 and statement of Profit and Loss for the year ended on that date along with the Reports of the Board of Directors and the Auditors thereon.
2. To declare Dividend of Rs 0.75/- per Equity share of Rs 10/ - each for the financial year ended March 31, 2017.
3. To re-appoint Dr. K. Hariprasad (DIN no 02559343), who retires by rotation and being eligible, offers himself for re-appointment.
4. To re-appoint Mr. R. Krishnakumar (DIN no 03331512), who retires by rotation and being eligible, offers himself for re-appointment.
5. To consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"**RESOLVED THAT** pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Company hereby ratifies the appointment of M/s. S. Viswanathan LLP, (FRN/004770S/S200025), Chartered Accountants, Chennai, as Statutory Auditors of the Company, to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting at such remuneration plus service tax/GST as applicable and reimbursement of out-of pocket expenses in connection with the audit as the Board of Directors may fix in this behalf."

SPECIAL BUSINESS :

6. Ratification of Cost Auditors' remuneration :

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

"**RESOLVED THAT** pursuant to Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made there under, as amended from time to time, the Company hereby ratifies the remuneration of Rs. 0.65 lacs plus applicable taxes and out-of-pocket expenses payable to

M/s Manash R & Associates, Cost Accountants (Firm's Registration No. 100975) who have been appointed by the Board of Directors as the Cost Auditors of the Company, to conduct the audit of the cost records of the Company, for the Financial Year ending 31 March, 2018."

By order of the Board
For Assam Hospitals Ltd.

Place : Guwahati
Date : 1st July 2017

Sd/- (Dr. Ashish Malakar)
Chief Executive Officer

Registered Office:

"Lotus Tower", G.S. Road, Guwahati- 781 005
CIN : U85110AS1997PLC004987
Tel No : 0361-2347700-07, 7135005
Email : ashishmalakar@apollohospitalsguwahati.com
Website: www.apollohospitalsguwahati.com

NOTES :

- (A) A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (MEETING) IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.
- (B) The register of members and Share Transfer Books of the Company will remain closed from Saturday, 19th August 2017 to Saturday, 26th August 2017 (both days inclusive) for annual closing and determining the entitlement of the Shareholders to the dividend for 2017.
- (C) The proxy form duly completed and signed, should be lodged with the Company, at its registered office at least 48 hours before the time of the meeting. Members are requested to note that a person can act as a proxy on behalf of members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company carrying voting rights. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.
- (D) Corporate Members are requested to send to the Registered Office of the Company, a duly certified copy of the Board Resolution, pursuant to Section 113 of the Companies Act, 2013, authorising their representative to attend and vote at the Annual General Meeting.
- (E) The relative Explanatory Statement, pursuant to Section 102(2) of the Companies Act, 2013, in respect of the special business under item No. 6 is annexed hereto.
- (F) All documents referred to in the notice and the explanatory statement requiring the approval of the Members at the Meeting and other statutory registers shall be available for inspection by the Members at the registered office of the Company during office hours on all working days between 11.00 a.m. and 1.00 p.m. except Saturdays, Sundays and public holidays, from the date hereof up to the date of the annual general meeting.
- (G) Members who wish to obtain information on the Financial Statements for the year ended 31 March, 2017, may send their queries at least seven days before the AGM to the General Manager (Finance) at the registered office of the Company.
- (H) In terms of the provisions of Section 124 of the Companies Act, 2013, the amount of dividend not encashed or claimed within 7 (seven) years from the date of its transfer to the unpaid dividend account, will be transferred to the Investor Education and Protection Fund established by the Government. In terms of provisions of Section 124 of the Companies Act, 2013 (corresponding to Section 205C of the Companies Act, 1956), no claim shall lie against the Company or to the said Fund after the said transfer.
- (I) Members who have neither received nor en-cashed their dividend warrant(s) for the financial years 2008-09, are requested to write to the Company, mentioning the relevant Folio number, for issuance of duplicate/revalidated dividend warrant(s).
- (J) Members who have not registered their email address so far are requested to register their email address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
- (K) Members are also requested to promptly notify in writing any changes in their address/bank account details/email ids and mobile numbers to the Company at "Lotus Tower", G.S. Road, Guwahati- 781 005.
- (L) Section 72 of the Companies Act, 2013 provides for Nomination by the shareholders of the Company in the prescribed forms. Members are advised to make nomination in respect of their shareholding in the Company.
- (M) Members are requested to note that in case of transfers, deletion of name of deceased shareholder,

transmission and transposition of names in respect of shares held, submission of photocopy of PAN Card of the transferee(s), surviving holder(s), legal heir(s) and joint holder(s) respectively, along with necessary documents at the time of lodgement of request for these transactions, is mandatory.

(N) Updation of Members' Details:

The format of the Register of Members prescribed by the Ministry of Corporate Affairs under the Companies Act, 2013 requires the Company to record additional details of Members, including their PAN details, email address, bank details for payment of dividend, etc. A form for capturing the additional details is appended in the Annual Report. Members holding shares in physical form are requested to submit the filled in form to the Company.

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT 2013

6. Ratification of Cost Auditors' remuneration :

The Company is required under Section 148 of the Act to have the audit of its cost records conducted by a Cost Accountant in Practice. The Board of Directors of the Company has, appointed M/s. Manash R & Associates, Cost Accountants Guwahati to audit the cost accounts of the Company for the Financial Year 2017-18 at a remuneration of Rs.0.65 lacs (plus out of pocket expenses and applicable taxes). As required under the Companies Act, 2013, the remuneration payable to the cost auditors is required to be placed before the Members in a general meeting for ratification.

Accordingly, a resolution seeking Member's ratification for the remuneration payable to M/s. Manash R & Associates, Cost Auditors is included at Item No.6 of the Notice convening the Annual General Meeting.

None of the Directors and Key Managerial Personnel of the Company or their respective relatives are concerned or interested in the Resolution mentioned at Item No. 6 of the Notice.

The Board recommends the resolution set forth in Item No.6 for the approval of the Members.

By order of the Board
For Assam Hospitals Ltd.

Sd/- (Dr. Ashish Malakar)
Chief Executive Officer

Place : Guwahati
Date : 1st July 2017

Registered Office:

"Lotus Tower", G.S. Road, Guwahati- 781 005

CIN : U85110AS1997PLC004987

Tel No : 0361-2347700-07, 7135005

Email : ashishmalakar@apollohospitalsguwahati.com

Website:www.apollohospitalsguwahati.com