



**Narayana Hrudayalaya Limited**

(CIN- L85110KA2000PLC027497)

Registered Office: 258/A, Bommasandra Industrial Area, Anekal Taluk, Bengaluru-560099

Corporate Office: 261/A, 2<sup>nd</sup> Floor, Bommasandra Industrial Area, Anekal Taluk, Bengaluru-560099

Tel: +91 80 7122 2129, Website: www.narayanahealth.org, E-mail: investorrelations@narayanahealth.org

**MGT-11  
FORM OF PROXY**

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

<b>Name of the Member(s):</b>				
<b>Registered address:</b>				
<b>Email ID:</b>		<b>Folio No/ Client ID</b>		<b>DP ID</b>

I/We, being the Member (s) of Narayana Hrudayalaya Limited, holding ..... shares, hereby appoint

- ..... of.....having email ID:.....or failing him
- ..... of.....having email ID:.....or failing him
- ..... of.....having email ID:.....

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf in the 19<sup>th</sup> Annual General Meeting of the Company, to be held on Saturday, 10<sup>th</sup> August 2019 at 11.30 a.m. at Sathya Sai Samskruta Sadanam, No. 20, Hosur Road, Bengaluru - 560029 and at any adjournment thereof in respect of such resolutions as indicated below:

Resolution No	Business	Optional*	
		For	Against
<b>Ordinary Business</b>			
1.	To receive, consider and, adopt the Audited Financial Statements of the Company for the financial year ended 31 <sup>st</sup> March 2019 including Consolidated Financial Statements for the said year together with the Reports of the Board of Directors and the Auditors thereon.		
2.	To declare a dividend of ₹ 1.00 per Equity Share for the financial year ended 31 <sup>st</sup> March, 2019.		
3.	Re-appointment of Dr. Devi Prasad Shetty (DIN 00252187), who retires by rotation and being eligible, offers himself for re-appointment.		
<b>Special Business</b>			
4.	Ratification of remuneration payable to the Cost Auditors for the Financial Year 2019-20		

Resolution No	Business	Optional*	
		For	Against
<b>Special Business</b>			
5.	Appointment of Dr. Emmanuel Rupert (DIN: 07010883) as a Director of the Company		
6.	Appointment of Dr. Emmanuel Rupert (DIN: 07010883) as Managing Director and Group CEO of the Company		
7.	Appointment of Ms. Nivruti Rai (DIN: 01353079) as an Independent Director of the Company for a term of three consecutive years		
8.	Continuation of Mr. Muthuraman Balasubramanian (DIN: 00004757) as an Independent Director of the Company		
9.	Revision in remuneration of Dr. Devi Prasad Shetty (DIN: 00252187) as Whole-time Director		
10.	Revision in remuneration of Mr. Viren Shetty (DIN:02144586) as Whole-time Director and Group COO		
11.	To provide loans to and / or give guarantees and / or provide securities in connection with loans raised by Meridian Medical Research and Hospital Limited, Subsidiary Company		
12.	Issue of debt securities on Private Placement Basis		
13.	Revision in remuneration payable to Dr. Varun Shetty as a Consultation Surgeon, an office or place of profit under the Companies Act, 2013		
14.	Revision in remuneration payable to Dr. Vivek Shetty as a Consultant Surgeon, an office or place of profit under the Companies Act, 2013		
15.	Fees for delivery of any document through a particular mode of delivery to a Member		

Signed this.....day of..... 2019

Affix Revenue Stamp
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Signature of Members	
Signature of First Proxy holder	
Signature of Second Proxy holder	
Signature of Third Proxy holder	

**Note:**

1. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
2. For the Resolutions, Explanatory Statement and notes, please refer to the Notice of 19<sup>th</sup> Annual General Meeting.
3. It is optional to put a 'X' in the appropriate column against the Resolutions indicated in the Box. If you leave the "For" or "Against" column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate.