



Date: 01st October, 2016.

To,
Deputy General Manager,
Bombay Stock Exchange Limited (BSE),
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Dear Sir,

Ref : Script Id "BAJAJHCARE", Script Code "539872".
Sub : Voting result of 23rd Annual General Meeting.

The 23rd Annual general Meeting (AGM) of the Members of the Company was held on 30th September, 2016. The below resolution were passed by majority:

1. Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the reports of the Board of Directors and Auditors of the Company.
2. Appointment of Ms. Namrata Bajaj who retires by rotation and being eligible offers herself for reappointment.
3. Ratification of appointment of Statutory Auditors and to authorize Board of Directors to fix their remuneration.
4. Approved remuneration of M/s. M/s. N. Ritesh and Associates, Cost Accountants for the financial year ending 31st March, 2017 for conducting Cost Audit of all applicable products.



Please find enclosed the following:

- i. Voting result as required pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirement)
- ii. Combined Scrutinizer Report for the voting results of the 23rd Annual general Meeting of the Company.

Please take the same on record and acknowledge the receipt.

Thanking You,

Yours sincerely,

**For and on behalf of Board of Directors
of Bajaj Healthcare Limited**

A handwritten signature in black ink, appearing to read 'Vipul Dubey', with a horizontal line extending to the right.

**Mr. Vipul Dubey
Compliance Officer**

Date: 01st October, 2016.

Place: Mumbai



AGM VOTING RESULTS

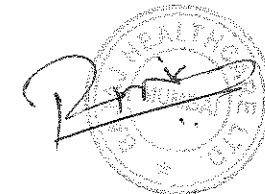
Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Date of AGM	30 th September, 2016 at 04.00 PM
Total No. of shareholders on record date	153
No. of shareholders present in the meeting either in person or through proxy:	10
Promoters and Promoter Group:	8
Public	2
No. of Shareholders attended the meeting through Video Conferencing:	NIL
Promoters and Promoter Group:	
Public	



Resolution No. 1: Adoption of the Audited Financial Statements of the Company for the Financial Year ended March 31, 2016 and the reports of the Board of Directors and Auditors of the Company.

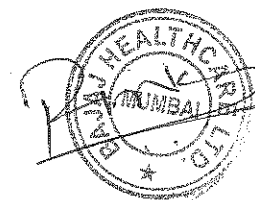
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			No					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4641000	4641000	100.00	4641000	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4641000	4641000	100.00	4641000	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	2258600	6000	0.27	6000	0	100.000	0.000
	Poll		435000	19.26	435000	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	2258600	441000	19.53	441000	0	100.000	0.000
Total		6899600	5082000	73.66	5082000	0	100.000	0.000





Resolution No. 2: Appointment of Ms. Namrata Bajaj who retires by rotation and being eligible offers herself for reappointment.

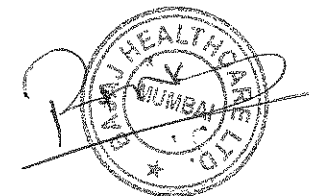
Resolution required: (Ordinary/ Special)			Ordinary Resolution					
Whether promoter/ promoter group are interested in the agenda/ resolution?			Yes					
Category	Mode of Voting	No. of shares held	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4641000	435000	9.37	435000	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4641000	435000	9.37	435000	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	2258600	6000	0.27	6000	0	100.000	0.000
	Poll		435000	19.26	435000	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	2258600	441000	19.53	441000	0	100.000	0.000
Total		6899600	876000	12.70	876000	0	100.000	0.000





Resolution No. 3: Ratification of appointment of Statutory Auditors and to authorize Board of Directors to fix their remuneration.

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	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4641000	4641000	100.00	4641000	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4641000	4641000	100.00	4641000	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	2258600	6000	0.27	6000	0	100.000	0.000
	Poll		435000	19.26	435000	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	2258600	441000	19.53	441000	0	100.000	0.000
Total		6899600	5082000	73.66	5082000	0	100.000	0.000





Resolution No. 4: Ratification of appointment of Statutory Auditors and to authorize Board of Directors to fix their remuneration.

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	No of votes polled	% of Votes Polled on outstanding shares	No. of Votes - in favour	No. of Votes - Against	% of Votes in favour on votes polled	% of Votes against on votes polled
		1	2	(3)=[(2)/(1)]* 100	4	5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter group	E-voting	4641000	4641000	100.00	4641000	0	100.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	4641000	4641000	100.00	4641000	0	100.000	0.000
Public Institutions	E-voting	0.00	0	0.00	0	0	0.000	0.000
	Poll		0	0.00	0	0	0.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	0	0	0.00	0	0	0.000	0.000
Public Non-Institutions	E-voting	2258600	6000	0.27	6000	0	100.000	0.000
	Poll		435000	19.26	435000	0	100.000	0.000
	Postal Ballot			0.00			0.000	0.000
	Total	2258600	441000	19.53	441000	0	100.000	0.000
Total		6899600	5082000	73.66	5082000	0	100.000	0.000

H. P. Sanghvi & Company

Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465: e-mail: hpsanghvico@gmail.com

The Chairman

23rd Annual General Meeting of the Equity Shareholders of
BAJAJ HEALTHCARE LIMITED

Held on the 30th September, 2016 at 602-606, Bhoomi Velocity Infotech Park, Plot No. B-39, B-39A, B-39 A/1, Rd No.23, Wagle Ind. Estate, Thane West-400 604 at 04.00 P.M

Dear Sir,

Re: Consolidated Report on voting pursuant to the provisions of Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 (as amended)

1. I, Haresh Sanghvi of H. P. Sanghvi & Co., Company Secretaries in practice, Mumbai, has been appointed by the Board of Directors of **Bajaj Healthcare Limited** (“the Company”) at its meeting held on 20th July, 2016 for the purpose of:

- i. Scrutinizing the e-voting process under the provisions of section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014;
- ii. Scrutinizing the voting through ballot forms received in lieu of e-voting; and
- iii. Voting through Ballot paper under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules

on the resolutions contained in the Notice of the 23rd Annual General Meeting (AGM) of the Equity shareholders of the Company held on the 30th September, 2016 at 602-606, Bhoomi Velocity Infotech Park, Plot No. B-39, B-39A, B-39 A/1, Rd No.23, Wagle Ind. Estate Thane West -400 604 at 04.00 P.M.

2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules relating to e-voting and voting by Ballot papers on the resolution contained in the notice of 23rd Annual General Meeting (AGM) of the members of the Company. My responsibility as a scrutinizer for the e-voting process, voting through ballot forms received in lieu of e-voting and voting by Ballot papers at the AGM are restricted to ensure that the voting process by e-voting, voting through ballot forms received in lieu of e-voting and voting by Ballot papers are conducted in a fair and transparent manner and presenting Consolidated Scrutinizer's report of the total votes cast "in favour" or "Against" to the Chairman of the AGM on the resolutions, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited (CDSL), an agency appointed by the Company to provide e-voting facilities and the report generated on voting through ballot forms received in lieu of e-voting and voting by Ballot papers at the AGM.



H. P. Sanghvi & Company
Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465: e-mail: hpsanghvico@gmail.com

3. I have issued separate Scrutinizer's report dated 1st October, 2016 for the remote e-voting, voting through ballot forms received in lieu of e-voting and on the voting by Ballot papers at the AGM on the resolutions contained in the Notice of the AGM.
4. I submit herewith my consolidated Scrutinizer's Report on the results of voting through remote e-voting, voting through ballot forms received in lieu of e-voting and voting by Ballot papers at the AGM as under:

Item No. 1: Adoption of the Audited Financial Statement and Reports thereon for the year ended March 31, 2016 and Audited Consolidated Financial Statements for the year ended March 31, 2016

Particulars	Remote E-Votes		Voting through ballot forms received in lieu of e-voting		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	10	4647000	-	-	1	435000	11	5082000	100.00
Dissent	-	-	-	-	-	-	-	-	-
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-	-	-
Total	10	4647000	-	-	1	435000	11	5082000	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 1 of the Notice of the 23rd AGM dated 1st September, 2016 has been carried with requisite majority.

Item No. 2: Re-appointment of Ms. Namrata Bajaj as Director who retires by rotation

Particulars	Remote E-Votes		Voting through ballot forms received in lieu of e-voting		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	3	441000	-	-	1	435000	4	876000	100.00
Dissent	-	-	-	-	-	-	-	-	-
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-	-	-
Total	3	441000	-	-	1	435000	4	876000	100.00



H. P. Sanghvi & Company
Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465: e-mail: hpsanghvico@gmail.com

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 2 of the Notice of the 23rd AGM dated 1st September, 2016 has been carried with requisite majority.

Item No. 3: Ratification of Appointment of M/s. Paresh Rakesh & Associates, Chartered Accountants, Mumbai and to fix their remuneration.

Particulars	Remote E-Votes		Voting through ballot forms received in lieu of e-voting		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	10	4647000	-	-	1	435000	11	5082000	100.00
Dissent	-	-	-	-	-	-	-	-	-
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-	-	-
Total	10	4647000	-	-	1	435000	11	5082000	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 3 of the Notice of the 23rd AGM dated 1st September, 2016 has been carried with requisite majority.

Item No. 4: Ratification of remuneration of Cost Auditors for F.Y.16-17.

Particulars	Remote E-Votes		Voting through ballot forms received in lieu of e-voting		Voting at AGM		Total		%
	Number	Votes	Number	Votes	Number	Votes	Number	Votes	
Assent	10	4647000	-	-	1	435000	11	5082000	100.00
Dissent	-	-	-	-	-	-	-	-	-
Invalid Votes / Abstained from voting	-	-	-	-	-	-	-	-	-
Total	10	4647000	-	-	1	435000	11	5082000	100.00

Based on the aforesaid results, we report that the Ordinary Resolution as contained in Item No. 4 of the Notice of the 23rd AGM dated 1st September, 2016 has been carried with requisite majority.



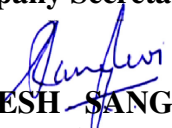
H. P. Sanghvi & Company
Company Secretaries

401, K Building, Walchand Hirachand Road, Ballrad Estate, Fort, Mumbai- 400 001
Phone: 022-4002 1712 – 022-3294 6465: e-mail: hpsanghvico@gmail.com

5. I hereby confirm that I am maintaining the registers received from the service providers both electronically / manually, in respect of the votes cast through e-voting and voting by Ballot papers at the AGM by the shareholders of the Company. I shall be arranging to handover this record to the Company Secretary authorized by the Board for safe keeping.

H. P. SANGHVI & COMPANY
Practising Company Secretaries




HARESH SANGHVI
Proprietor
CoP No. 3675/ FCS 2259

Place: Mumbai

Date : 1st October, 2016