

Report of Scrutinizer

To

Mr. Hashmat Nabi, Advocate
Chairperson appointed by Hon'ble National Company Law Tribunal,
Bench-III at New Delhi.

Report on meeting of Secured Creditors of Artemis Medicare Services Limited held on Sunday, 27th day of January, 2019 at 12.00 PM at 414/1, 4th Floor, DDA Commercial Complex, District Centre, Janakpuri, New Delhi-110005, pursuant to the order dated 19th December, 2018 of the National Company Law Tribunal, Bench-III at New Delhi.

Hon'ble Chairperson,

I, Vishawjeet Gupta, Company Secretary in practice at Mohali (Punjab), have been appointed by Hon'ble National Company Law Tribunal, Bench-III at New Delhi as the Scrutinizer of the meeting of Secured Creditors of Artemis Medicare Services Limited for the purpose of the voting at the duly convened meeting on the below mentioned resolution:-

"RESOLVED THAT pursuant to the provisions of Sections 230 -232 and other applicable provisions of the Companies Act, 2013, the rules, circulars and notifications made thereunder (including any statutory modification or re-enactment thereof) as may be applicable, the Securities and Exchange Board of India Circular No. CFD/DIL3/CIR/2017/21 dated 10th day of March 2017, the observation letters issued by each of the BSE Limited dated 5th September 2018 and the National Stock Exchange of India Limited dated 14th September 2018 and subject to the provisions of the Memorandum and Articles of Association of the Company and subject to the approval of Hon'ble National Company Law Tribunal, Bench at New Delhi ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and other authorities, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more Committee(s) constituted/to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the arrangement embodied in the Composite Scheme of Amalgamation between Artemis Global Life Sciences Limited, Artemis Health Sciences Limited, Athena Eduspark Limited and Artemis Medicare Services Limited and their respective shareholders and creditors (the "Composite Scheme") placed before this meeting and initialed by the Chairman of the meeting for the purpose of identification, be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, desirable, appropriate or necessary to give effect to this resolution and effectively implement the arrangement embodied in the Composite Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Composite Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise including passing of such accounting entries and /or making such adjustments in the books of accounts as considered necessary in giving effect to the Composite Scheme, as the Board may deem fit and proper."

1. The Company completed dispatch of Notice to Secured Creditors on 24th December, 2018, whose names appeared on the list as duly certified by Mr. Navish Nagpal, Partner of M/s Navish Nagpal and Company, Chartered Accountants, New Delhi as on 31st March, 2018.

2. The Notices and related documents were sent to all the 4 (Four) Secured Creditors via courier on 24.12.2018.
 3. The Secured Creditors of the Company were given an option by the company to vote only at the duly convened meeting as per the order of Hon'ble National Company Law Tribunal.
 4. The Tribunal convened meeting of the Secured Creditors of M/s Artemis Medicare Services Limited held on Sunday, 27th day of January, 2019 at 12.00 PM at 414/1, 4th Floor, DDA Commercial Complex, District Centre, Janakpuri, New Delhi-110005.
 5. In terms of the directions contained in the Order dated 19.12.2018, passed by the Hon'ble National Company Law Tribunal, Bench-III at New Delhi ("NCLT"), the quorum for the Meeting was fixed as 40% in value. Since all the 4 (Four) secured creditors i.e. 100% of the total value, were present at the meeting through proxy/authorized representative, the required quorum was present as per said order of Hon'ble NCLT. However, on perusal of documents submitted by authorized representatives of the 3 secured Creditors having 19.80% of the value, were found to be incomplete, therefore, their votes have not been counted.
 6. Since the quorum was present, the Chairperson commenced the Meeting at 12:00 P.M. as per the order of Hon'ble NCLT.
 7. After the time fixed for poll by the Chairman, 01 (One) ballot box kept for polling, was locked in my presence.
 8. The locked ballot box was subsequently opened in my presence and in the presence of 2 (two) witnesses i.e. Mr. Pramod Kalra and Mr. Joga Singh, neither of whom are in the employment of the company:
 - (i) Mr. Pramod Kalra son of Shri Kulbhushan Kalra resident o RZ-440A/1, Raj Nagar-II, Palam Colony, Delhi – 110045
 - (ii) Mr. Joga Singh son of Sh. Bache Singh resident of 80/10, Gali No. 4, Vashisht Enclave, Burari , Delhi-110084
- and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company and the authorizations/proxies lodged with the Company.
9. The poll papers, which were incomplete and/or which otherwise found defective have been treated as invalid and kept separately.
 10. Based on the physical voting done at the venue, the result of voting is reported as under:

Particulars	No. of Ballot Papers	Value of Votes (Rs. In Lacs)	Percentage of the Value of Votes
Total Vote Cast	4	9007.69	100%
Invalid Votes	3	1783.95	19.80%
Valid Votes	1	7223.74	80.20%
Votes against the	0	0	0%

resolution			
Votes in favour of the resolution	1	7223.74	100%
RESULT OF THE VOTING	The result of physical voting upon the above mentioned resolution is passed as the votes cast in favour of the resolution are 100%.		

11. The particulars of the Secured Creditor who voted "FOR" the resolution are as under:

Sr. No.	Name of the Secured Creditor	Address of the Secured Creditor
1.	HDFC Bank Limited	HDFC Bank House, Senapati Bapat Marg, Lower Parel, Mumbai-400013

However, the list of secured creditors whose votes were declared invalid are as under:

Sr. No.	Name of the Secured Creditor	Address of the Secured Creditor
1.	Philipps Medical Systems Nederland B V	Boschdijk 525,5261 JG Eindhoven, The Netherlands,5600 JJ- Drenthe, Netherlands
2.	Accuray Europe SAS	Tour Monge,3e egtage, 22 Place des, France,92979- Vosges
3.	Medtronic Trading NL B.V.	Earl Bakkensrtaat 10, 6422 PJ Heerlen, The Nertherlands,6401 DA-Limburg, Netherlands

12. The Register and all other papers relating to physical voting were handed over to the Chairperson of the meeting after conclusion of the Tribunal convened meeting.

Thanking you,

Yours sincerely,



VISHAWJEET GUPTA
COMPANY SECRETARY
FCS-5157
SCRUTINIZER

Place: New Delhi

Date: 28.01.2019