

Ref: MHL/Sec&Legal/2020-21/134

Date: September 16, 2020

To,  
**Head, Listing Compliance Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001.

**Head Listing Compliance Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1. G Block,  
Bandra -Kurla Complex, Bandra (East),  
Mumbai- 400051.  
**Scrip Symbol: METROPOLIS**

**Scrip Code: 542650**

**Sub: Proceedings of the 20<sup>th</sup> Annual General Meeting of the Company held on September 16, 2020**

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the 20<sup>th</sup> Annual General Meeting (AGM) of the Company was held on Wednesday, September 16, 2020 at 9:00 a.m. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM") in accordance with the circular(s) issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India.

In this regard, we enclose herewith the proceedings of the 20<sup>th</sup> Annual General Meeting.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **Metropolis Healthcare Limited**

**Poonam Tanwani**  
*Company Secretary & Compliance Officer*  
Membership No.: ACS 19182

Encl. a/a

**BLOOD TESTS • DIAGNOSTICS • WELLNESS**

**METROPOLIS**  
The Pathology Specialist

**Metropolis Healthcare Limited**

Registered & Corporate Office: 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400 030.  
CIN: L73100MH2000PLC192798 Tel No.: 8422 801 801 Email: [support@metropolisindia.com](mailto:support@metropolisindia.com)

Website: [www.metropolisindia.com](http://www.metropolisindia.com)

Global Reference Laboratory: 4th Floor, Commercial Building-1A, Kohinoor Mall, Vidyavihar (W), Mumbai - 400 070.

## Brief Proceedings of the 20<sup>th</sup> Annual General Meeting of the Company

The 20<sup>th</sup> Annual General Meeting ('AGM') of the Members of the Company was held on Wednesday, 16<sup>th</sup> September, 2020 at 09:00 a.m. (IST) through Video Conference or Other Audio-Visual Means (VC / OAVM) in view of the restrictions due to outbreak of COVID-19 and considering the social distancing norms. The meeting commenced at 09:00 A.M. (IST) and concluded at 09:28 A.M. (IST)

The Following Directors were present through VC / OAVM:

Name	Designation
Dr. Sushil Kanubhai Shah	Chairman and Executive Director
Ms. Ameera Sushil Shah	Managing Director
Mr. Milind Shripad Sarwate	Independent Director and Chairman of Audit Committee
Mr. Vivek Gambhir	Independent Director and Chairman of Stakeholders Relationship Committee and Nomination and Remuneration Committee
Ms. Anita Ramachandran	Independent Director and Chairman of Corporate Social Responsibility Committee

The Chairman confirmed the presence of below mentioned officials through VC / OAVM:

Name	Designation
Mr. Vijender Singh	Chief Executive Officer
Mr. Rakesh Agarwal	Chief Financial Officer
Ms. Poonam Tanwani	Company Secretary and Compliance Officer
Mr. Tarun Kinger	Partner of B S R & Co. LLP, Chartered Accountants, Statutory Auditors
Mr. Manish Ghia	Partner of M/s Manish Ghia and Associates, the Secretarial Auditors and Scrutinizer for the meeting.
Mr. Harish Bora	Representative of M/s Manish Ghia and Associates, the Secretarial Auditors and Scrutinizer for the meeting.

Ms. Poonam Tanwani, Company Secretary and Compliance Officer of the Company welcomed the members who were participating in the meeting and requested Dr. Sushil Kanubhai Shah, the Chairman of the Company to Chair the meeting.

Dr. Sushil Kanubhai Shah welcomed the members and confirmed the attendance of **50** Members through VC / OAVM hosted by NSDL. The requisite quorum being present, Dr. Sushil Kanubhai Shah called the meeting to be in order and initiated the proceedings of the meeting.

He also informed that the Board of Directors have appointed M/s Manish Ghia and Associates, Company Secretaries, as Scrutinizer to scrutinize the remote e-voting and e-voting process during the AGM in a fair and transparent manner.

The Chairman further informed that the Company had received 4 letters along with the Board resolutions from 4 Corporate Shareholders appointing and authorizing their representatives under Section 113 of the Companies Act, 2013 in respect of 1,64,21,582 (One Crore Sixty Four Lakh Twenty One Thousand and Five Hundred and Eighty two) Equity shares representing 32.24% of the issued and paid up Capital of the Company.

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The Chairman of the meeting informed that the requisite registers as required to be placed before the Annual General meeting maintained as per provisions of Section 170 and 189 of the Companies Act, 2013 are open for inspection by the Members till the conclusion of the meeting. The Chairman then commenced his speech and gave an overview on the performance of the Company for the financial year ended 31<sup>st</sup> March, 2020.

Thereafter, the Chairman informed the Members that the Company had engaged the services of NSDL as an agency to provide remote e-voting and e-voting facility.

The Chairman informed that the Company had provided the remote e-voting facility to all Members to cast their vote electronically on all the resolutions set forth in the notice of AGM. The remote e-voting period commenced on Sunday, September 13, 2020 at 9:00 A.M. (IST) and ended on Tuesday, September 15, 2020 at 5:00 P.M. (IST).

The Chairman also informed that the Members who had not cast their votes through remote e-voting had an opportunity to cast their votes during the meeting through e-voting and the e-voting facility was made available for the members up to 15 minutes after the conclusion of the meeting.

The Chairman then informed the members about the resolutions put forward for their approval and he informed the members that since the AGM was being held through VC / OAVM, the resolutions provided in the Notice were put to vote through e-voting / remote e-voting and there would be no proposing and seconding of the resolutions.

The following items of business as set out in the Notice dated August 14, 2020 convening the meeting were transacted through e-voting / remote e-voting:

Sr. No.	Details of the Resolutions	Type of Resolution	Mode of voting
<b>A</b>	<b>Ordinary Business</b>		
1	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 together with the Report of the Auditors thereon.	Ordinary	Remote e-voting and e-voting at AGM
2	To confirm the payment of Interim Dividend of Rs. 8 per equity share for the Financial Year ended March 31, 2020	Ordinary	Remote e-voting and e-voting at AGM
3	To appoint a Director in place of Ms. Ameera Sushil Shah (DIN: 00208095), who retires by rotation and, being eligible, offers herself for re-appointment.	Ordinary	Remote e-voting and e-voting at AGM
<b>B</b>	<b>Special Business</b>		
4	To ratify the remuneration payable to M/s. Joshi Apte & Associates, Cost Auditors of the Company for the Financial Year 2020-2021.	Ordinary	Remote e-voting and e-voting at AGM
5	Appointment of Ms. Anita Ramachandran (DIN: 00118188) as a Non-Executive Independent Director of the Company.	Ordinary	Remote e-voting and e-voting at AGM
6	To approve the re-appointment of Dr. Sushil Kanubhai Shah (DIN: 00179918), as a Whole Time Director of the Company.	Special	Remote e-voting and e-voting at AGM

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Thereafter, the Chairman invited speaker shareholders, who had done prior registrations, to express their views and ask questions, if any.

The queries/questions raised by the members were suitably replied by Ms. Ameera Sushil Shah (DIN: 00208095), the Managing Director of the Company.

The Chairman announced that the e-voting results along with the Scrutinizer's Report shall be made available on the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and would also be placed on the website of the Company i.e. [www.metropolisindia.com](http://www.metropolisindia.com) and website of NSDL i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com) within 48 hours of the conclusion of the meeting.

The Chairman concluded his speech by placing on record his appreciation and gratitude for all the stakeholders for having reposed their trust and confidence in the Company.

The Chairman thanked the Shareholders, Directors, Senior Management and Auditors for joining the meeting and declared the meeting as concluded.

### **For Metropolis Healthcare Limited**

Poonam Tanwani  
**Company Secretary and Compliance Officer**  
ACS19182

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