



KOVAI MEDICAL CENTER AND HOSPITAL LIMITED

NABH Accredited Hospital

Excellence in Healthcare

99, Avanashi Road, Coimbatore - 641 014. INDIA | Phone : (0422) 4323800, 4324000, 6803000

Web : www.kmchhospitals.com | CIN No : L85110TZ1985PLC001659



Ref: KMCH/SEC/SE/2025-26/ 2440

22.08.2025

To
Corporate Relationship Department
BSE Limited
1st Floor, New Trading Ring
Rotunda Building, P.J.Towers
Dalal Street, Fort
Mumbai - 400 001

Dear Sir,

Sub: Submission of Proceedings pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the 39th Annual General Meeting of the Company held on 22nd August, 2025.

Ref: Security ID: KOVAI, Security Code: 523323

This is to inform that the 39th Annual General Meeting (AGM) of the Company was held on Friday 22nd August, 2025 at 10.30 a.m (IST) at Brindhavan Auditorium, 1/443 A-1, Chinniyampalayam, Coimbatore-641062. In this regard we are enclosing the Proceedings of the AGM.

Kindly take the above on record.

Thanking you

Yours truly

For Kovai Medical Center and Hospital Limited



R.Ponmanikandan
Company Secretary





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PROCEEDINGS OF THE 39th ANNUAL GENERAL MEETING OF KOVAI MEDICAL CENTER AND HOSPITAL LIMITED, HELD ON FRIDAY, THE 22nd AUGUST, 2025 AT BRINDHAVAN AUDITORIUM, 1/443 A-1 CHINNIYAMPALAYAM, COIMBATORE – 641 062.

Meeting started at 10.30 a.m.

Meeting concluded at 12.40 p.m.

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, it is hereby informed that the 39th Annual General Meeting (AGM) of the Company was held on Friday, the 22nd day of August, 2025 at 10.30 a.m (IST) at Brindhavan Auditorium, 1/443 A-1, Chinniyampalayam, Coimbatore – 641 062 the proceedings of the said meeting is given hereunder:

The following Directors were present at the 39th Annual General Meeting at Brindhavan Auditorium, 1/443 A-1, Chinniyampalayam, Coimbatore – 641 062.

S.No	Name of the Director	Designation
1	Dr.Nalla G Palaniswami	Managing Director
2	Dr.Thavamani Devi Palaniswami	Joint Managing Director
3	Dr.Arun N Palaniswami	Executive Director
4	Mr.A.P.Ammasaikutti	Independent Director
5	Dr.K.Kolandaswamy	Independent Director
6	Mr.M.Rathinasamy	Independent Director
7	Mr.M.Balasubramaniam	Independent Director
8	Mr.M.Alagiriswamy	Independent Director and Chairman of Audit Committee and Stakeholders Committee

CFO : CA P K Gopikrishnan
Company Secretary : CS R Ponmanikandan
Statutory Auditor : Mr.Kaushik Sidartha
Secretarial Auditor : Dr.C.V.Madhusudhanan
Scrutinizer : Mr.K.Duraisami





Members attended

Present in person : 116

Present by Proxy : 4

The following Registers / documents as required under the Companies Act 2013 were kept open for inspection of members at the commencement of Annual General Meeting and remained open and accessible during the continuance of the meeting to the persons having right to attend the meeting.

1. Directors Report along with annexures thereon for the Financial Year ended 31st March 2025.
2. Proxy Register with proxies lodged with the company in connection with 39th AGM.
3. Register of Directors and Key Managerial Personnel and their shareholdings.
4. Register of Contracts or Arrangements in which Directors are interested.
5. The Audited Accounts and Statutory Auditors Report for the year ended 31st March 2025.
6. Secretarial Auditors Report for the year ended 31st March 2025.

Dr.Nalla G Palaniswami chaired the meeting.

The requisite quorum being present as required under Section 103 of the Companies Act 2013, the Chairman declared the meeting as properly constituted and called the meeting to order.

The Chairman explained that Dr.Mohan S Gounder, Dr.Purani P Palaniswami, Dr. M.C.Thirumoorthi, Mrs.V. Bhuvaneshwari and Mr.Vasanth Kumar Venkatasamy, Directors of the company were unable to attend the meeting and introduced the Directors on the dais to the members of the company.

Chairman welcomed the members to the 39th Annual General Meeting of the Company.

The Chairman informed that with the permission of the members present at the meeting, since the following had been already circulated were taken as read.

- i. The 39th Annual General Meeting Notice, Directors Report along with the Annexures thereto, the Annual Financial Statements for the Financial Year ended 31.03.2025.
- ii. The Un-qualified Statutory Auditors Report for the Financial Year ended 31st March 2025.
- iii. The Un-qualified Secretarial Auditors Report for the Financial Year ended 31st March 2025.

The Chairman informed that there was no qualification or adverse remark in the Auditor Reports for the year ended 31st March 2025. He requested the Members to permit him to take the Notice convening the meeting, as well as the Statutory and Secretarial Auditors' Report as read, since there were no qualifications in the said Auditors' Report.





Dr.Nalla G Palaniswami in his address to the shareholders gave a brief update on the operational & financial performance, outlook of the company.

AGM Resolutions

The Chairman informed that pursuant to the provisions of Section 108 of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules 2014 and Regulation 44 of SEBI (LODR) Regulations 2015, the company had provided the e-voting facility to the members of the company in respect of the 39th Annual General Meeting resolutions. The remote e-voting commenced on 19.08.2025 (9.00 a.m.) and ended on 21.08.2025 (5.00 p.m.).

He further informed that for the members who attended the meeting and who had not already cast their vote through e-voting facility can cast their vote through ballot paper at the venue provided those members should hold shares as on 15.08.2025 (being the cut-off date for voting). He informed that Practising Company Secretary Mr.K. Duraisami, was appointed as Scrutinizer to scrutinize the e-voting and ballot process at the AGM.

Item No.	Details Of Agenda	Resolution
1.	Adoption of audited financial statements	Ordinary
2.	Declaration of dividend	Ordinary
3.	Appointment of Dr.Purani P Palaniswami (DIN:02707233) as a director, liable to retire by rotation.	Ordinary
4.	Re-appointment of Dr.Thavamani Devi Palaniswami (DIN:00012135) as Joint Managing Director of the Company and approval of Remuneration payable to her	Special
5.	Re-appointment of Cost Auditor for the Company and fixing their Remuneration	Ordinary
6.	Appointment of Secretarial Auditor for the Company and fixing their Remuneration.	Ordinary
7.	Approval for Borrowing in excess of the paid-up capital & free reserves of the Company	Special
8.	Approval for creation of charge / mortgage etc. on Company's movable / immovable properties	Special

The Chairman informed to the members that those who are not cast their vote through e-voting can cast their vote through ballot paper and deposit in the ballot box.

The Chairman informed the members that the Scrutinizer shall submit a Consolidated Scrutinizer's Report (E-voting and Ballot) within the timelines prescribed under Companies Act, 2013 and SEBI(LODR) Regulations,2015. The results along with the Scrutinizer's Report shall be placed on the company's website and communicated to the BSE Limited.





The Chairman invited queries from the members. The Chairman and the Executive Director replied to the queries.

The requisite quorum was present throughout the AGM proceedings. On completion of voting Mr.M.Alagiriswamy, Director of the company proposed vote of thanks to the Chairman and for all the members who have come and actively participated in the meeting to make it a success. He also thanked the company staff and employee shareholders who have successfully organized the meeting. After the national anthem the meeting concluded on a happy note.

