



Lotus Eye Hospital And Institute Limited



(Formerly Lotus Eye Care Hospital Limited)

CIN NO. : L85110TZ1997PLC007783

770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641 014. Tel : 0422 - 4229900, 4229999 Fax : 0422 - 4229933

R.S. PURAM

155B, East Periasamy Road, Near Chinthamani,
North Coimbatore, R.S. Puram,
Coimbatore -2. Phone : 0422 - 4239900, 4239999

METTUPPALAYAM

No.28, Coimbatore Main Rd.,
Opp. Bus Stand, MTP - 634 301.
Phone : 04254 - 223223, 224224

TIRUPUR

No. 5(2) Gajalakshmi Theatre Road (Backside)
Near Valarmathi Bus Stop, Tirupur - 641 601.
Phone : 0421 - 4346060, 4219999

SALEM

86, Brindhavan Road, Fairlands
Saalem - 636 004.
Ph. : 0427 - 4219900, 4219999

E-mail : info@lotuseye.org

Website : www.lotuseye.org

15th July, 2017

National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400051	BSE Limited The Corporate Relationship Department 1 st Floor, New Trading Wing, Rotunda Building, phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400001
Scrip Code: LOTUSEYE	Scrip Code: 532998

Dear Sir/Madam,

Sub: Notice of the 20th Annual General Meeting and Book Closure

Pursuant to SEBI (LODR) Regulations, 2015, we wish to inform you that:

1. The 20th Annual General Meeting of the Company will be held on Thursday, 10th August, 2017 at 2.00 p.m. at the Kasthuri Sreenivasan Trust Culture Centre, Avinashi Road, Coimbatore - 641014.
2. Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 4th August, 2017 to Thursday, the 10th August, 2017 (both days inclusive) for the purpose of payment of final dividend for the financial year ended 31.03.2017 and Annual General Meeting.
3. The cut-off date for reckoning the eligibility of members for voting and dividend is Thursday, the 3rd August, 2017.
4. The remote e-voting will be available from Monday, the 7th August, 2017 10.00 AM (IST) to Wednesday, the 9th August, 2017 5.00 PM (IST).

Further in terms of Regulation 30 of the SEBI (LODR) Regulations, 2015, please find enclosed herewith :

1. Notice of 20th Annual General Meeting of the Company.
2. Draft of copy of advertisement to be published in the newspaper.

This is for your information and record please.

Thanking You,

Yours faithfully,
For Lotus Eye Hospital and Institute Limited

Aditya Sharma
Company Secretary
CC:



Central Depository Services (India) Ltd. 17th floor, P J Towers, Dalal Street, Mumbai - 400001	National Securities Depository Ltd. Trade World, A wing, 4th & 5th Floors, Kamala Mills Compound, Lower Parel, Mumbai - 400 013.	S.K.D.C. Consultants Ltd. Kanapathy Towers, 3 rd Floor, 1391/A1, Sathy Road, Ganapathy, Coimbatore - 641 006
--	--	---

Kochi

533/33A-33F, Tejas Tower,
SA Road, Kadavanthara,
Kochi, Kerala - 682 020.
Tel. : 0484 - 2322333, 2322444

Kochi

229A, Kurisingal House
Mulanthuruty Post
Kochi, Kerala - 682 314.
Tel. : 0484 - 2743191, 2743121





LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Formerly Lotus Eye Care Hospital Limited)

CIN : L85110TZ1997PLC007783

Regd. Office & Corporate Office : SF No. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641 014

E-mail : companysecretary@lotuseye.org Website : www.lotuseye.org

Phone : 0422 4229900 Fax : 0422 4229933

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that the 20th Annual General Meeting of LOTUS EYE HOSPITAL AND INSTITUTE LIMITED will be held on Thursday, 10th day of August, 2017 at 2.00 P.M. at Kasthuri Sreenivasan Trust Culture Centre, Avinashi Road, Coimbatore – 641 014 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2017, including the Balance Sheet as at 31st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a director in place of Dr. Kavetha Sundaramoorthy (holding DIN: 02050806), who retires by rotation and being eligible, offers herself for re-appointment.
3. To declare dividend on Equity Shares.
4. Appointment of Messers Anbarasu & Jalapathi, Chartered Accountants as Statutory Auditors.

To consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

“RESOLVED THAT pursuant to the provisions of Section 139 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules framed thereunder (including any statutory modification(s) thereto or re-enactment thereof for the time being in force), consent of the members be and is hereby accorded for the appointment of Messers Anbarasu & Jalapathi, Chartered Accountants, having Registration No. 010795S allotted by The Institute of Chartered Accountants of India (ICAI) in place of V E K A M & Associates, Chartered Accountants, the retiring auditors of the Company who have completed their tenure, who shall hold office from the conclusion of this 20th Annual General Meeting for a term of consecutive five years till conclusion of the 25th Annual General Meeting (subject to ratification of the appointment by the members at every Annual General Meeting held after this Annual General Meeting) and that the Board be and is hereby authorized to fix such remuneration as may be determined by the Audit Committee in consultation with the Auditors, in addition to reimbursement of all out-of-pocket expenses as may be incurred in connection with the audit of the accounts of the Company for the Financial year 2017-18.”

SPECIAL BUSINESS:

5. Re-appointment of Dr. S.K.Sundaramoorthy (DIN: 01582117) as Managing Director of the Company.

To consider and if thought fit, to pass with or without modification, the following resolution as a **Special Resolution:**

“RESOLVED THAT pursuant to the recommendation of Nomination and Remuneration Committee and approval of the Board and subject to the provisions of Sections 196, 197, 198, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder (including any statutory modification or re-enactment thereof) read with Schedule V of the Companies Act, 2013, consent of the members of the Company be and is hereby accorded to the re-appointment of Dr. S. K. Sundaramoorthy (DIN: 01582117), as the Managing Director of the Company for a period of five years with effect from 1st Day of April, 2017, as well as for the payment of salary, commission and perquisites (hereinafter referred to as “remuneration”), fixed for three years w.e.f. 1st Day of April, 2017 upon the terms and conditions as detailed in the explanatory statement attached hereto, which is hereby approved and sanctioned with authority to the Board of Directors to alter and vary the terms and conditions of the said re-appointment and / or agreement in such manner as may be agreed to between the Board of Directors and Dr. S.K.Sundaramoorthy

RESOLVED FURTHER THAT the remuneration payable to Dr. S. K. Sundaramoorthy, shall not exceed, at anytime, the overall ceiling of the total managerial remuneration as provided under Section 197 of the Companies Act, 2013 read with Schedule V or such other limits as may be prescribed from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to file necessary forms with Registrar of Companies and to do all such acts, deeds and things and execute all such documents, instruments and writings, intimation as may be considered or delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) to give effect to the aforesaid resolution.”

Registered Office:
770/12, Avinashi Road
Civil Aerodrome Post
Coimbatore - 641 014

By Order of the Board
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

Place : Coimbatore
Date : 27th May, 2017

(Sd/-) Aditya Sharma
Company Secretary

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

NOTES:

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY / PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF SUCH A PROXY / PROXIES NEED NOT BE A MEMBER OF THE COMPANY.**

A person can act as proxy on behalf of members not exceeding fifty (50) and holding in aggregate not more than 10% of the total share capital of the Company.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed and signed, not less than 48 hours before the commencement of the Meeting.

2. Corporate Members intending to send their authorised representatives to attend the Annual General Meeting (AGM) are requested to send a certified copy of the Board Resolution authorising their representative to attend and vote on their behalf at the Meeting.
3. Members/ proxies/ authorized representatives should bring the duly filled attendance slip enclose herewith to attend the meeting.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 4th August, 2017 to 10th August, 2017 (both days inclusive) for the purpose of payment of final dividend for the financial year ended 31.03.2017 and Annual General Meeting.
5. The Final Dividend for the financial year ended 31st March, 2017, as recommended by the Board, if approved at the Annual General Meeting, will be paid on or after Tuesday, 15th August, 2017 to those Members whose name appears in the Register of Members of the Company as on the book closure dates.
6. Members holding shares in demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their demat accounts, will be used by the Company for the payment of dividend. The Company or its Registrar cannot act on any request received directly from the Members holding shares in demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding shares in demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants.
7. Shareholders holding shares in the physical form and wish to avail Electronic Clearing Services (ECS) facility (subject to availability of the facility) may authorize the Company with ECS mandate in the prescribed form and the same should be lodged with the Registrars and Share Transfer Agents M/s. SKDC Consultants Limited for payment of dividend in future through ECS, if eligible.
8. Members, holding shares in Physical form are requested to communicate their change of address, if any, quoting their folio numbers to our Registrars and Share Transfer Agents, M/s. SKDC Consultants Limited, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore - 641 006. Similarly members holding shares in Demat form, shall intimate the change of address, if any, to their respective Depository Participants.
9. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 and Secretarial Standard on General Meetings (SS-2) which sets out details relating to Special Business at the meeting, is annexed hereto. Additional Information pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in relation to Directors seeking appointment / re-appointment at the AGM are provided in the said Statement.
10. Members who require any clarifications on accounts or operations of the Company are requested to write their queries to the Company Secretary so as to reach him at least one week before the meeting. The queries will be answered accordingly.
11. In terms of Section 72 of the Companies Act, 2013, nomination facility is available to individual shareholders holding shares in the physical form. The shareholders who are desirous of availing this facility, may



kindly write to Company's R & T Agent for nomination forms, which are available on the Company's website (www.lotuseye.org) under the Section of "Investors".

12. The Ministry of Corporate Affairs ("MCA"), Government of India, has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by serving the documents viz. Notices for general meetings, Financial Statements, Annual Reports etc. through electronic mode, for which the Company has to obtain email addresses of its members. To take part in the above Green Initiative, we propose to send the above documents in electronic form to the email addresses of the members. In order to serve the documents in electronic mode, Members holding shares in physical mode are requested to communicate their e-mail address quoting their folio numbers to our Registrars and Share Transfer Agents. Similarly members holding shares in Demat form shall intimate their e-mail address to their respective Depository Participants at the earliest.
13. Electronic copy of the Notice of the 20th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent to all the members whose email IDs are registered with the Company / Depository Participants(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Notice of the 20th Annual General Meeting of the Company inter alia indicating the process and manner of e-voting along with Attendance Slip and Proxy Form is being sent in the permitted mode.
14. Members may also note that the Notice of the 20th Annual General Meeting and the Annual Report for the financial year 2016-17 will also be available on the Company's website www.lotuseye.org for their download. The physical copies of the aforesaid documents will also be available at the Company's Registered Office for inspection during normal business hours on working days. Even after registering for e-communication, members are entitled to receive such communication in physical form, upon making a request for the same, by post free of cost. For any communication, the shareholders may also send requests to the Company's investor email id: companysecretary@lotuseye.org
15. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their respective Depository Participants. Members holding shares in physical form can submit their PAN to the Company/RTA.
16. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (i.e. 9.00 am to 5.00 pm) on all working days except Saturdays, up to and including the date of the Annual General Meeting of the Company.
17. **Voting through electronic means:**
 - I. Pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015 with the Stock Exchange and Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment, Rules 2015, the Company is pleased to provide members the facility to exercise their right to vote at the 20th Annual General Meeting (AGM) by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited (CDSL).
 - II. The facility for voting through Polling Paper shall be made available at the AGM and the members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the meeting through polling paper.
 - III. The members who have cast their vote by remote e-voting prior to the AGM may also attend the AGM but shall not be entitled to cast their vote again.
 - IV. P. Eswaramoorthy and Company, Company Secretaries, Coimbatore has been appointed as the Scrutinizer to scrutinize the e-voting process / voting through polling paper in a fair and transparent manner.

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

V. The instructions for shareholders voting electronically are as under:

- i) The voting period begins on 7th August, 2017 at 10.00 A.M. and ends on 9th August, 2017 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of 3rd August, 2017 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- iii) The shareholders should log on to the e-voting website <http://www.evotingindia.com>
- iv) Click on Shareholders.
- v) Now Enter your User ID
 - a) For CDSL: 16 digits beneficiary ID
 - b) For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c) Members holding shares in Physical Form should enter Folio Number registered with the Company.
- vi) Next enter the Image Verification as displayed and Click on Login.
- vii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- viii) If you are a first time user follow the steps given below:

For Members holding shares in Demat Form and Physical Form

PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none">• Members who have not updated their PAN with the Company / Depository Participant are requested to use the first two letters of their name and the 8 digits of the sequence number in the PAN field.• In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name in CAPITAL letters. Eg. If your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field.
DOB	<p>Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login.</p>
Dividend Bank Details	<ul style="list-style-type: none">• Enter the Dividend bank details as recorded in your demat Bank account or the company records for the said folio. <p>If the details are not recorded with the depository or Company, please enter the number of shares held by you in the bank account column.</p>

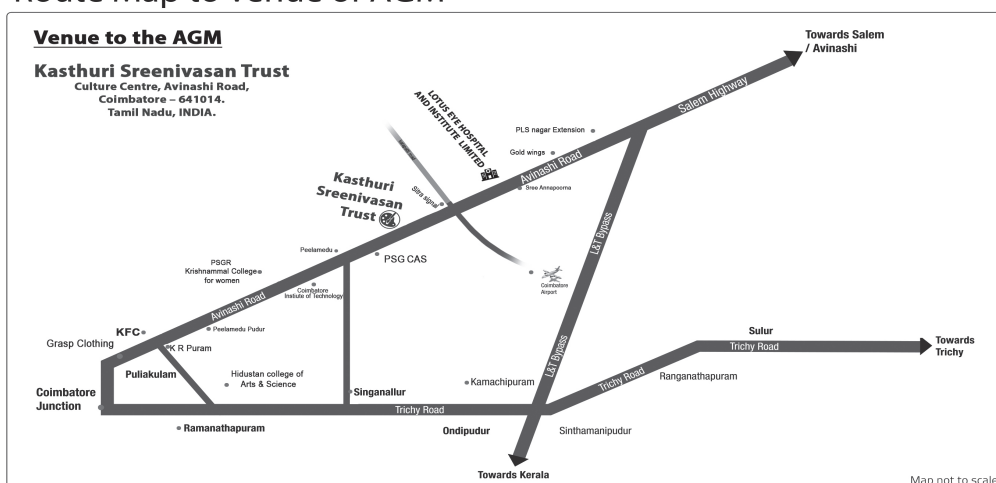


- ix) After entering these details appropriately, click on “SUBMIT” tab.
- x) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- If Demat account holder has forgotten the changed password then enter the user ID and the image verification code and click on forgot password and enter the details as prompted by the system.
- xi) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice. Click on the EVSN for the relevant Lotus Eye Hospital and Institute Limited on which you choose to vote.
- xii) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES / NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- xiii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- xiv) After selecting the resolution you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- xv) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- xvi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- xvii) Shareholders can also cast their vote using CDSL’s mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- xviii) Note for Non – Individual Shareholders and Custodians
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

- xix) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions (“FAQs”) and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com
- VI. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date 3rd August, 2017. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- VII. Any person who has acquired shares after the dispatch of the notice may obtain the user ID and Password by sending an e-mail request to : helpdesk.evoting@cdslindia.com or info@skdc-consultants.com
- VIII. The scrutiniser shall, after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in the employment of the company and make, not later than 48 hours of conclusion of the meeting, a consolidated scrutiniser’s report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing who shall countersign the same.
- IX. The Chairman or a person authorized by him in writing shall declare the result of the voting forthwith. The results declared along with the scrutiniser’s report shall be placed on the Company’s website www.lotuseye.org immediately after the result is declared by the Chairman and shall be simultaneously communicated to NSE, BSE, NSDL & CDSL.
18. Kindly bring your copy of the Annual Report at the Meeting.
19. A route map and prominent landmark for easy location of the venue of AGM.

Route Map to venue of AGM



Registered Office:
 770/12, Avinashi Road
 Civil Aerodrome Post
 Coimbatore - 641 014

Place : Coimbatore
 Date : 27th May, 2017

By Order of the Board
 For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Sd/-) Aditya Sharma
 Company Secretary



EXPLANATORY STATEMENT AS REQUIRED UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 5

Section 196(3) of the Companies Act, 2013, inter alia, provides that no company shall continue the employment of a person who has attained the age of 70 years, as Managing Director, Whole time director or Manager unless it is approved by the members by passing a special resolution. Part I of Schedule V to the Act contains a similar relaxation. Dr. S.K.Sundaramoorthy, who was appointed as Managing Director by the members to hold office upto 31st March, 2017 has attained the age of 70 years on August 21, 2014 and hence his re-appointment as Managing Director requires the approval of members by way of a special resolution.

On recommendation of Nomination and Remuneration Committee, the Board at its meeting held on 31st January, 2017 approved the re-appointment of Dr. S. K. Sundaramoorthy, as Managing Director of the Company for a further period of five years with effect from 1st April, 2017, and fix the remuneration for the period of three years with effect from 1st April, 2017, subject to the approval of shareholders at the ensuing Annual General Meeting.

Dr. S. K. Sundaramoorthy, M.S., FRCS (Edin.,UK), DORCS (Eng) is a world's renowned ophthalmic surgeon, philanthropist, orator, administrator and a dedicated teacher. Considering his knowledge and experience of around four decades and his service to the health care industry, the Tamil Nadu Dr. M.G.R. Medical University, has awarded him the 'LIFETIME ACHIEVEMENT AWARD' for his dedication of service to the public. He has rich and varied experience in the same industry and has been involved in the operations of the Company over a long period of time and so it would be in the interest of the Company to continue his employment as the Managing Director.

This explanatory statement may also be read and treated as disclosure in compliance with the requirements of Section 190 of the Companies Act, 2013.

The details of remuneration payable to Dr. S. K. Sundaramoorthy and the terms and conditions of the re-appointment are given below:

REMUNERATION

I Salary: Rs. 700,000/ P.M

II Commission: Nil

III Perquisites:

Category 'A'

1. **Housing:** Unfurnished accommodation will be provided by the Company
2. **Other perquisites :** The following perquisites shall be allowed subject to a maximum of 10% of salary:
 - a. Leave (as per rules of the Company);
 - b. Leave Travel concession for self and his family;
 - c. Reimbursement of medical expenses incurred for self and his family;
 - d. Reimbursement of expenditure incurred on gas, electricity, water, Furnishings and appliances;
 - e. Reimbursement of club fee
 - f. Expenses for self accident insurance cover for self.

In any year, if the perquisites specified in Part III, Sub-Clause (2) above, are not availed in full, the unutilized portion of the limit shall be either carried over till the end of the term or encashed at the end of every year.

Category "B"

- a) contribution to provident fund, superannuation fund or annuity fund to the extent these either singly or put together are not taxable under the Income-tax Act, 1961 (43 of 1961);
- b) gratuity payable at a rate not exceeding half a month's salary for each completed year of service; and
- c) encashment of leave at the end of the tenure.

Category "C"

Provision of Car with driver and telephone facility at his residence.

All other existing terms and conditions for the re-appointment shall remain unchanged.

The Board therefore recommends the resolution for your approval.

A statement containing his profile is given at the end of the Notice.

MEMORANDUM OF INTEREST

Dr. Kavetha Sundaramoorthy and Ms. Sangeetha Sundaramoorthy being related to Dr. S.K. Sundaramoorthy are deemed to be concerned and interested in the resolution at Item No.5.

Except the above-mentioned Promoters/Directors, none of the Directors, Promoters or Key managerial personnel of the Company or their relatives are in any way, concerned or interested in the resolution.

Registered Office:
770/12, Avinashi Road
Civil Aerodrome Post
Coimbatore - 641 014

By Order of the Board
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

Place : Coimbatore
Date : 27th May, 2017

(Sd/-) Aditya Sharma
Company Secretary

LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

Additional information on directors recommended for appointment / re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

I	Name of Directors	Dr. S.K. Sundaramoorthy	Dr. Kavetha Sundaramoorthy
II	DIN	01582117	02050806
III	Date of Birth	21.08.1944	30.01.1976
IV	Qualification & Brief resume & nature of his/her expertise in specific functional areas	Dr. S.K. Sundaramoorthy serves as Managing Director of Lotus Eye Hospital and Institute Limited. Dr. Sundaramoorthy is M.S., FRCS (Edin.,UK), DORCS (Eng) is a world renowned ophthalmic surgeon, philanthropist, orator, administrator and a dedicated teacher, having experience of around four decades in health care industry.	Dr. Kavetha Sundaramoorthy serves as a Non-Executive Director of Lotus Eye Hospital and Institute Limited. Dr. Kavetha Sundaramoorthy is a Psychiatrist. She received her Medical Degree from Coimbatore Medical College. She specialised in Psychiatrist with American Board Psychiatrist and American Board Adolescence Psychiatrist. She is also fellow of Harvard University and has been in practice for the past 11-12 years.
V	Disclosure of relationships between directors inter-se	1. Ms.Sangeetha Sundaramoorthy (Daughter)	1. Dr. S.K.Sundaramoorthy (Father)
		2. Dr. Kavetha Sundaramoorthy (Daughter)	2.Ms. Sangeetha Sundaramoorthy (Sister)
VI	Names of listed entities (Other than Lotus) in which the person also holds the directorship and the membership of Committees of the board :		
	1. Directorship	Nil	Nil
	2. Chairperson of Board Committees	Nil	Nil
	3. Member of Board Committees	Nil	Nil
VII	Shareholding (No. of Shares, Percentage)	1,05,99,920 (50.97%)	2,23,050 (1.073%)

Registered Office:
770/12, Avinashi Road
Civil Aerodrome Post
Coimbatore - 641 014

Place : Coimbatore
Date : 27th May, 2017

By Order of the Board
For LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Sd/-) Aditya Sharma
Company Secretary



LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

CIN : L85110TZ1997PLC007783

Regd. Office : SF No. 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641 014

Email : lotussecdept@gmail.com, Website: www.lotuseye.org

Phone: 0422 4229900 Fax: 0422 4229933

ATTENDANCE SLIP

20th ANNUAL GENERAL MEETING

DP ID		Folio No.	
Client ID		No. of Shares	
Name and address of the Shareholder			
Joint holders			
Name of Proxy			

I hereby record my presence at the 20th ANNUAL GENERAL MEETING of the Company held on Thursday, 10th day of August, 2017 at 2.00 P.M. at Kasthuri Sreenivasan Trust Culture Centre, Avinashi Road, Coimbatore – 641 014

Signature of Shareholder / Joint holders / Proxy

Note :

1. Please complete the Folio / DP ID – Client ID No. and name, sign this Attendance Slip and handover at the Attendance Verification Counter at THE MEETING HALL.
2. Electronic copy of the Annual Report for FY 2016-17 and the Notice of the Annual General Meeting (AGM) along with Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2016-17 and the Notice of the Annual General Meeting along with the Attendance Slip and Proxy Form is sent in the permitted mode(s) to all members whose email is not registered or who have requested for a hard copy.

E-VOTING PARTICULARS

EVSN (Electronic Voting Sequence Number)	USER ID	PASSWORD*
	Folio No / Client ID	PAN Number/Bank Account No/ Date of Birth

Physical Shareholders who does not have PAN should enter No. of Shares they hold as their password if they prefer to exercise e-voting.

The e-voting facility will be available during the following voting period:

Commencement of e-voting	End of e-voting
Monday, 7 th August, 2017 (From 10.00 AM)	Wednesday, 9 th August, 2017 (5.00 PM)

Note: Please refer the details and instructions form integral part of the Notice for the Annual General Meeting.



LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

CIN : L851101997PLC007783

Registered & Corporate Office: 770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore- 641 014

E-Mail: companysecretary@lotuseye.org Web Site: www.lotuseye.org

Ph. No.: 0422 - 4229900 Fax: 0422 - 4229933

FORM No. MGT-11

PROXY FORM

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

Name of the member(s) :

Registered Address :

Email ID : Folio No. / Client ID : DP ID

I/We, being the member(s) holding shares of the above named Company, hereby appoint

1. Name : Address :

..... Email ID : Signature: or failing him

2. Name : Address :

..... Email ID : Signature: or failing him

3. Name : Address :

..... Email ID : Signature: or failing him

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 20th Annual General Meeting of the Company, to be held on Thursday, 10th day of August, 2017 at 2.00 P.M. at Kasthuri Sreenivasan Trust Culture Centre, Avinashi Road, Coimbatore – 641 014 and at any adjournment thereof in respect of such resolutions as are indicated below:

S.No.	Resolutions	Optional'	
		For	Against
	Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31 st March, 2017, including the Balance Sheet as at 31 st March, 2017, the Statement of Profit and Loss and the Cash Flow Statement for the financial year ended on that date and the Reports of the Board of Directors and the Auditors thereon		
2.	To appoint a director in place of Dr. Kavetha Sundaramoorthy (holding DIN: 02050806), who retires by rotation and being eligible, offers herself for re-appointment.		
3.	To declare dividend on Equity Shares.		
4.	Appointment of Messers Anbarasu & Jalapathi, Chartered Accountants as Statutory Auditors.		
	Special Business		
5.	Re-appointment of Dr. S.K.Sundaramoorthy (DIN:01582117) as Managing Director of the Company.		

Signed this day of 2017.

Signature of shareholder:

Signature of Proxy holder(s):

Notes:

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 resolution, explanatory statements and Notes, please refer to the notice of 20th Annual General Meeting.
3. If you wish to vote for a Resolution, place a tick in the corresponding box under the column marked "For". If you wish to vote against a Resolution, place a tick in the corresponding box under the column marked "Against". If no direction is given, your Proxy may vote or abstain as he/she thinks fit.
4. 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.

Affix
Revenue
Stamp



LOTUS EYE HOSPITAL AND INSTITUTE LIMITED

(Formerly Lotus Eye Care Hospital Limited)

CIN: L85110TZ1997PLC007783

Regd. Office: SF No.770/12, Avinashi Road, Civil Aerodrome Post, Coimbatore – 641 014

Tel: 91 0422 4229900. Fax: 91 0422 4229933.

Web: www.lotuseye.org E-mail: companysecretary@lotuseye.org

NOTICE TO SHAREHOLDERS

NOTICE is hereby given that:

- 1) 20th Annual General Meeting of LOTUS EYE HOSPITAL AND INSTITUTE LIMITED will be held on Thursday, 10th day of August, 2017 at 02.00 P.M. at Kasthuri Sreenivasan Trust Culture Centre, Avinashi Road, Civil Aerodrome Post, Coimbatore - 641 014. The Annual Report including Notice of AGM along with Explanatory Statement, Proxy form, attendance slip and route map to venue of AGM has been posted / e-mailed to the members and is also available on the Company's website: www.lotuseye.org.
- 2) In terms of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Regulations") the Company is providing remote e-voting facility to its members through Central Depository Services (India) Limited for transaction of all the businesses of AGM.
- 3) The remote E-voting will be available from 7th August, 2017 10.00 AM (IST) to 9th August, 2017 5.00 PM (IST). This facility will not be available thereafter. The procedure for remote e-voting is provided in the notice of AGM.
- 4) Members can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.
- 5) Voting through polling paper at the AGM will also be arranged. A Member who has voted through remote e-voting may attend the AGM but is not eligible to vote by polling paper at the AGM.
- 6) The cut-off date for reckoning the eligibility of members for voting is 3rd August, 2017. Any person holding shares in the Company at the close of business hours on the cut-off date alone is eligible for voting through remote-e voting or by polling paper at the AGM.
- 7) P. Eswaramoorthy and Company, Company Secretaries, Coimbatore has been appointed as the Scrutinizer to scrutinize the e-voting process / voting by polling paper in a fair and transparent manner.
- 8) Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from Friday, the 4th August, 2017 to Thursday, the 10th August, 2017 (both days inclusive) for the purpose of payment of final dividend for the financial year ended 31.03.2017 and Annual General Meeting.
- 9) Any person who has acquired shares after the dispatch of the notice may obtain the user ID and Password by sending an e-mail request to: helpdesk.evoting@cdslindia.com or info@skdc-consultants.com
- 10) For any queries/clarifications please contact: Mr. K. Jayakumar, M/s. SKDC consultants Limited, Kanapathy Towers, 3rd Floor, 1391/A-1, Sathy Road, Ganapathy, Coimbatore-641006, Phone No: 0422-6549995/2539835, E-Mail: info@skdc-consultants.com.

By order of the Board
For Lotus Eye Hospital and Institute Limited

Place: Coimbatore

Date:



Dr. S.K.Sundaramoorthy
Chairman cum Managing Director