



## **MEDINOVA DIAGNOSTIC SERVICES LIMITED**

CIN: L85110TG1993PLC015481

Regd. Office: Flat No. 206, 2nd Floor, MGR Estate, 6-3-456/C Dwarakapuri Colony, Punjagutta, Hyderabad TG 500082 IN Tel: 040-23310066, E-mail: [medicorp@medinovaindia.com](mailto:medicorp@medinovaindia.com), Website: [www.medinovaindia.com](http://www.medinovaindia.com)

### **POSTAL BALLOT NOTICE:**

(Pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014)

Dear Members

**NOTICE** is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any of the Companies Act, 2013 (the Act) read with the Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modifications or re-enactments thereof for the time being in force) and pursuant to other applicable laws and regulations that proposed resolution set out in the notice being circulated for the approval of the Members of Medinova Diagnostic Services Ltd (the Company) through Postal Ballot (Postal Ballot Forms and voting through electronic means).

A statement pursuant to Section 102 of the companies Act, 2013, pertaining to said resolutions, setting out material facts and reasons thereof is annexed hereto along with postal ballot forms for your consideration.

The board of directors of the Company appointed Mrs. N. Vanitha, Practicing Company Secretary, as scrutinizer for conducting Postal Ballot (Physical and E-Voting) Process in a fair and transparent manner in accordance with the provisions of Rule 22 of the Companies (Management and Administration) Rules, 2014.

The Scrutinizer will submit her report to the Chairman of the Company after the completion of the scrutiny of the postal ballots and e-voting. The result of the Postal Ballot shall be announced on Friday, the 13<sup>th</sup> January, 2017 at the Registered Office of the Company. The results along with the Scrutinizer's Report will also be displayed on the Company's website [www.medinovaindia.com](http://www.medinovaindia.com) as well as on the NSDL website [www.evoting.nsdl.com](http://www.evoting.nsdl.com) besides communicating to the Stock Exchange where the shares of the Company are listed.

By Order of the Board  
For Medinova Diagnostic Services Limited

Date: 29.11.2016  
Place: Hyderabad

Dr. Sura Surendranath Reddy  
Chairman  
DIN 00108599

### **Regd. Office**

Flat No. 206, 2nd Floor, MGR Estate,  
6-3-456/C, Dwarakapuri Colony,  
Punjagutta, Hyderabad TG 500082

The resolution for the purpose as stated herein below is proposed to be passed by Postal Ballot:

**PROPOSED RESOLUTION:**

**SPECIAL BUSINESS:**

**1.To Approve the Preferential Issue of Equity Shares to Vijaya Diagnostic Centre Pvt. Ltd, promoter of the Company** and in this regard, to consider and if thought fit, to pass with or without modification(s) the following resolution as a special resolution.

**“RESOLVED THAT** pursuant to the provisions of Section 42, 62 of the Companies Act, 2013 and in compliance with the Companies (Prospectus & Allotment of Securities) Rules, 2014 and all other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modifications thereto or re-enactment thereof for the time being in force), and in accordance with the provisions of the Memorandum and Articles of Association of the Company and the Securities Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (“SEBI (ICDR) Regulations”), and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), 2015 (**Listing Regulations**) amendments thereto as in force and subject to other applicable rules, regulations and guidelines of the Securities and Exchange Board of India (SEBI) Regulations, and the stock exchanges where the shares of the Company are listed (“Stock Exchange”)Foreign Exchange Management Act, 1999 and subject to the approval, consent, permission and/or sanction, as may be required from the Reserve Bank of India, if any, Foreign Investment Promotion Board, Financial institutions and any other appropriate authority, Institution or Body and subject to such terms, conditions alterations, corrections, changes, variations and/or modifications, if any, as may be prescribed by any one or more or all of them in granting such approval, consent, permission and/or sanction, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company to create, offer, issue and allot up to 5,00,000 (Five Lakh only) equity shares as fully paid up equity shares on preferential basis, to Vijaya Diagnostic Centre Pvt. Ltd, promoters of the Company, at such price not less than the price determined in accordance with Chapter VII of SEBI (ICDR) Regulations and on such terms as mentioned in the explanatory statement.

**RESOLVED FURTHER THAT** the Equity Shares to be issued and allotted pursuant to this resolution shall be subject to the provisions of Memorandum and Articles of Association of the Company and shall rank paripassu with the existing Equity Shares of the Company in all respects and shall remain locked in as per the provisions of SEBI (ICDR Regulations), 2009and the Equity Shares so offered, issued and allotted will be listed subject to the receipt of necessary regulatory permissions and approvals.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to determine, vary, modify, alter any of the terms and conditions of the issue including reduction of the size of the issue, as it may deem expedient.

**RESOLVED FURTHER THAT** in accordance with the provisions of Chapter VII of the SEBI ICDR Regulations, the “Relevant Date” for the purpose of calculating the minimum price for the issue of Equity Shares is fixed as Wednesday the 14<sup>th</sup> December, 2016, being the date 30 days prior to the date of declaration of result of postal ballot (i.e. Friday, the 13<sup>th</sup> January, 2017) as per the provisions of the Companies Act, 2013, the date of the declaration of result is considered as the date of the meeting of the shareholders of the Company and the price so calculated shall be in accordance with Chapter VII Regulation 76 A of the SEBI ICDR Regulations.

**RESOLVED FURTHER THAT** for the purpose of giving effect to above resolution, the Board be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, desirable or expedient for the purpose of the issue or allotment of the shares and listing thereof with the Stock Exchanges and

to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said securities, utilization of issue proceeds, sign all such documents and undertakings as may be required and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may in its absolute discretion deem fit, without being required to seek any further consent or approval of the shareholders.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorized to delegate all or any of the powers herein conferred by this resolution to any Committee of Directors or any one or more Directors/Officials of the Company to give effect to this resolution.”

By Order of the Board  
For Medinova Diagnostic Services Limited

Date: 29.11.2016  
Place: Hyderabad

Dr. Sura Surendranath Reddy  
Chairman  
DIN 00108599

**Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Act for the proposed Special Resolution setting out material facts in relation thereto is appended to the Notice.
2. The company has appointed Mrs. N. Vanitha, Practicing Company Secretary to act as scrutinizer for conducting the postal ballot process, in a fair and transparent manner.
3. The Notice is being sent to all the members, whose names appear on the Register of Members of the Company as on 2<sup>nd</sup> December, 2016.
4. Members whose names appear on the Register of Members / List of Beneficial Owners as on cut-off date 2<sup>nd</sup> December, 2016, will be considered for the purpose of voting.
5. In compliance with 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 the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 Company is pleased to offer e-voting facility to members to exercise their votes electronically on resolution set forth in the postal ballot notice. The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide the e-voting facility. The e-voting facility will be available at the link [www.evoting.nsdl.com](http://www.evoting.nsdl.com) during the below mentioned voting period .E-voting is optional.
6. Resolution(s) passed by the shareholders through Postal Ballot/E-voting is deemed to have been passed at a General Meeting of the shareholders.
7. The material documents referred to in the accompanying Statement shall be open for inspection by the Equity Shareholders at the Registered Office of the Company on all working days except Sundays and Public Holidays (between 03.00 p.m. to 05.00 p.m.) up to the date of declaration of results.

8. As per the Rules, notice of the Postal Ballot may be served on the Shareholders through electronic transmission. Notice of Postal Ballot and Postal Ballot Form are being sent electronically to all the Shareholders whose e-mail addresses are registered with the Company/Depository Participant(s). In respect of others, these documents are being sent by permitted mode of dispatch.
9. Shareholders who have received notice of the Postal Ballot by e-mail and who wish to vote through physical Postal Ballot Form can seek duplicate Postal Ballot Form from the Regd. Office: Flat No. 206, 2<sup>nd</sup> Floor, MGR Estate, 6-3-456/C Dwarakapuri Colony, Punjagutta, Hyderabad, TG -500082.
10. Kindly note that the Shareholders can opt for only one mode of voting i.e. either physical Postal Ballot Form or e-Voting. If you are opting for e-Voting, please do not vote by physical Postal Ballot Form and vice versa. However, in case a Shareholder casts his vote by physical Postal Ballot Form and also by e-Voting, voting done by valid e-Voting shall prevail and voting done through Postal Ballot Form will be treated as invalid.
11. Shareholders whose names appear on the Register of Members / List of Beneficial Owners as on the Record Date will be considered for the purpose of voting / e-voting. A person who is not a Shareholder as on the Record Date should treat this notice for information purpose only.
12. The voting period commences at 9:00 a.m. (IST) on Tuesday, the 13<sup>th</sup> day of December 2016 and ends at 5:00 p.m. (IST) on Thursday, the 12<sup>th</sup> day of January, 2017. During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date 2<sup>nd</sup> December, 2016, may cast their vote electronically. No voting shall be allowed beyond 5:00 p.m. (IST) on Thursday, the 12<sup>th</sup> day of January, 2017. The e-Voting module shall be disabled by NSDL for voting thereafter.
13. In case of voting by Postal Ballot Form, The shareholders are requested to carefully read the instructions printed in the attached postal ballot form. The postal ballot form, duly completed and signed should be returned in the enclosed self-addressed postage prepaid envelope directly to the Scrutinizer. However, envelopes containing Postal Ballots, if sent by courier or by Registered Post at the expense of the Member will also be accepted.
14. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. (IST) on Thursday, the 12<sup>th</sup> day of January 2017. All Postal Ballot Forms received after this date will be strictly treated as if reply from such Shareholder has not been received and shall be invalid.
15. The Scrutinizer's decision on validity of the Postal Ballot shall be final.
16. The Scrutinizer will submit her report after completion of scrutiny of Postal Ballot Forms and e-Voting, to the Chairman who will, or in their absence any other Director will, declare the results of voting by Postal Ballot on Friday the 13<sup>th</sup> January 2017 at 5:00 p.m. (IST) at the Registered Office of the Company. The results along with the Scrutinizer's Report will also be displayed on the Company's website [www.medinovaindia.com](http://www.medinovaindia.com). as well as on the NSDL website [www.evoting.nsdl.com](http://www.evoting.nsdl.com)
17. The results of the Postal Ballot will also be announced through newspaper advertisement and communicated to the Stock Exchange.
18. In case of any queries or grievances relating to e-Voting, you may contact Mr. Ramana Reddy, Company

Secretary/ Compliance Officer, Medinova Diagnostic Services Limited, Flat No. 206, 2nd Floor, MGR Estate, 6-3-456/C Dwarakapuri Colony, Punjagutta Hyderabad, TG-500082, India through e-mail at medicorp@medinovaindia.com, or Telephone No.: 040-23310066

**Voting through electronic means.**

**The instructions for Shareholders for e-voting are as under:**

- (i) Open e-mail and open PDF file viz; “remote e-Voting.pdf” with your Client ID or Folio No. as password. The said PDF file contains your user ID and password for e-voting. Please note that the password is an initial password.
- (ii) Launch internet browser by typing the following URL: <https://www.evoting.nsdl.com/>
- (iii) Click on Shareholder - Login
- (iv) Put user ID and password as initial password noted in step (i) above. Click Login.
- (v) Password change menu appears. Change the password with new password of your choice with minimum 8digits/characters or combination thereof. Note new password. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (vi) Home page of e-Voting opens. Click on e-Voting: Active Voting Cycles.
- (vii) Select Electronic Voting Event Number “EVEN” of Medinova Diagnostic Services Limited
- (viii) Now you are ready for e-Voting as Cast Vote page opens
- (ix) Cast your vote by selecting appropriate option and click on “Submit” and also “Confirm” when prompted.
- (x) Upon confirmation, the message “Vote cast successfully” will be displayed
- (xi) Once you have voted on the resolution, you will not be allowed to modify your vote
- (xii) Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPGFormat) of the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory (ies) who are authorized to vote, to the Scrutinizer through e-mail [csvanitha19@gmail.com](mailto:csvanitha19@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

**(b) In case of Shareholders’ receiving Postal Ballot Form by Post:**

- (i) .Initial password, User ID and Electronic Voting EventNumber (“EVEN”) are provided at the bottom of the PostalBallot Form.

<b>EVEN (E Voting Event Number)</b>	<b>USER ID</b>	<b>PASSWORD/PIN</b>
-------------------------------------	----------------	---------------------

- (ii) Please follow all steps from Sl. No. (ii) to Sl. No. (xii) above, to cast vote.
- (c) In case of any queries, you may refer the frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the Downloads section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- (d) If you are already registered with NSDL for e -voting then you can use your existing user ID and password for casting your vote.
- (e) You can also update your mobile number and e-mail address in the user profile details of the folio which shall be used for sending future communication(s).

**EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013  
FORMING PART OF THE NOTICE OF POSTAL BALLOT**

**Item No 1**

**Preferential Issue and Allotment of Equity Shares.**

Keeping in view the present financial requirements, the Company intended to raise the required funds by induction of Equity Share Capital by issue of Equity Shares on preferential basis.

**The members of the Company have approved preferential issue through Special Resolution at their 23rd AGM held on 28th day of September, 2016. Further BSE advised for obtaining fresh approval from members of the company by disclosing the identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted for the said preferential issue.**

The Board recommends the resolution for approval of the shareholders of the Company as a special resolution through Postal Ballot.

Consent of the shareholders is sought for issuing 5,00,000 (Five Lakh only) equity shares as fully paid up equity shares on preferential basis, to Vijaya Diagnostic Centre Pvt. Ltd, promoters of the Company, at such price not less than the price determined in accordance with Chapter VII of SEBI (ICDR) Regulations .

Section 62 of the Companies Act, 2013 and Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 provides, inter alia, that when it is proposed to increase the issued capital of a Company by allotment of further shares, such further shares shall be offered to the existing shareholders of the Company in the manner laid down in Section 62 unless the shareholders of the Company decide otherwise.

Consent of the shareholders is being sought pursuant to the provisions of Section 42, 62 and all other applicable provisions of the Companies Act, 2013 and Regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulation 73 of SEBI (ICDR) Regulations, 2009 ("**Regulations**"), the following disclosures are needed to be made in the Explanatory Statement to the Notice of the Postal ballot:

**i. The Objects of the preferential issue:**

The proceeds will be utilized for meeting working capital requirements and repayment of debt by the company and for other corporate purposes.

**ii. The Proposal of the Promoters, Directors or Key Management Personnel of the issuer to subscribe to the offer:**

M/s. Vijaya Diagnostic Centre Private Limited who will be subscribing to 5,00,000 (Five Lakh only) equity shares belonging to the Promoter.

**iii. Shareholding Pattern pre and post preferential offer:**  
Pre-issue & Post-issue Shareholding Pattern of the Issuer Company

Sl. No.	Category of Shareholder	Pre-issue		Post-issue	
		Total number of equity shares held	% of equity share holding	Total number of equity shares held	% of equity share holding
(A)	Shareholding of Promoter and Promoter Group				
1	Indian				
(a)	Individuals/ HUF	0.00	0.00	0	0
(b)	Central Govt./ State Govt.(s)	0.00	0.00	0	0
(c)	Bodies Corporate	5702220	60.14	6202220	62.14
(d)	Financial Institutions/ Banks	0.00	0.00	0	0
(e)	Any Others(Specify)	0.00	0.00	0	0
(e-i)	Directors Relatives	0.00	0.00	0	0
(e-ii)	Directors			0	0
	Sub Total(A)(1)	5702220	60.14	6202220	62.14
2	Foreign	0.00	0.00	0	0
A	Individuals (NRI/Foreign Individuals)	0.00	0.00	0	0
B	Bodies Corporate	0.00	0.00	0	0
C	Institutions	0.00	0.00	0	0
D	Qualified Foreign Investor	0.00	0.00	0	0
E	Any Others(Clearing members)	0.00	0.00	0	0
	Sub Total(A)(2)	5702220	60.14	6202220	62.14
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	5702220	60.14	6202220	62.14
(B)	Public shareholding	0.00	0.00	0	0
1	Institutions	0.00	0.00	0	0
(a)	Mutual Funds/ UTI	0.00	0.00	0	0
(b)	Financial Institutions / Banks	0.00	0.00	0	0
(c)	Central Government/ State Government(s)	0.00	0.00	0	0
(d)	Venture Capital Funds	0.00	0.00	0	0
(e)	Insurance Companies	0.00	0.00	0	0
(f)	Foreign Institutional Investors	0.00	0.00	0	0
(g)	Foreign Venture Capital Investors	0.00	0.00	0	0
(h)	Qualified Foreign Investor	0.00	0.00	0	0
(i)	Any Other (specify)	0.00	0.00	0	0
	Sub-Total (B)(1)	0.00	0.00	0	0
B 2	Non-institutions	0.00	0.00	0	0
(a)	Bodies Corporate	386511	4.08	386511	3.87
(b)	Individuals				
I	Ind-Hold nominal shr capital upto Rs.2L	2253891	23.77	2253891	22.58
II	Ind-Hold nominal shr capital in excess of Rs.2L	1122556	11.84	1122556	11.25
(c)	Qualified Foreign Investor				
(d)	Any Other (specify)	0.00	0.00	0	0
(d-i)	Others	0.00	0.00	0	0
(d-ii)	Clearing member	10625	0.11	10625	0.10
(d-iii)	NRIs (Repat)	5837	0.06	5837	0.06
(d-iv)	NRIs (Non-Repat)	0.00	0.00	0	0
(d-v)	NRI Corp Bodies	0.00	0.00	0	0
(d-vi)	Foreign Corp Bodies (Including FDI)	0.00	0.00	0	0
(d-vii)	Customers	0.00	0.00	0	0
(d-viii)	Suppliers	0.00	0.00	0	0
(d-ix)	Foreign Nationals	0.00	0.00	0	0
(d-x)	Trusts	0.00	0.00	0	0
(d-xi)	Foreign (Promoters)	0.00	0.00	0	0
(d-xii)	Directors / Relatives	0.00	0.00	0	0
(d-xiii)	Foreign Individuals (Including FDI)	0.00	0.00	0	0
	Sub-Total (B)(2)	3779420	39.86	3779420	37.86
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	3779420	39.86	3779420	37.86

	TOTAL (A)+(B)	9481640	100.00	9981640	100.00
(C)	Shares held by Custodians and against which Depository Receipts have been issued	0.00	0.00	0	0
1	Promoter and Promoter Group	5702220	60.14	6202220	62.14
2	Public	3779420	39.86	3779420	37.86
	GRAND TOTAL (A)+(B)+(C)	9481640	100.00	9981640	100.00

Note: - 1. The above shareholding pattern has been prepared on the basis of shareholdings as on 30 September, 2016.

**iv. The time within which the allotment shall be completed:**

As required under the SEBI (ICDR Regulations), the allotment of Equity Shares pursuant to the special resolution shall be completed within a period of fifteen days from the date of passing of the special resolution approving allotment. Provided that where the allotment is pending on account of any such approval of allotment by any regulatory authority including stock exchanges or the Central Government, the allotment shall be completed within a period of 15 days from the date of such approval

**v. The Identity of the proposed allottees and the percentage of post preferential issue capital that may be held by them:**

The identity of the natural persons who are the ultimate beneficial owners of the Equity Shares proposed to be allotted and/or who ultimately control the proposed allottee is as follows:

Name of the Proposed Allottee	If allottee is not a natural person, identity of the natural persons who are the ultimate beneficial owner of the shares proposed to be issued, if applicable	Category	Pre Issue Shareholding		Number of Shares to be Allotted	Post Issue Shareholding	
			No. of Shares	%		No. of Shares	%
M/s.Vijaya Diagnostic Centre Private Limited	1.Dr Sura Surendranath Reddy 2.Sunil Chandra Kondapally 3.Suprita Sura Reddy 4.S. Geeta Reddy 5.Vishnu Priya Birudavolu	Promoter	5702220	60.14	500000	6202220	62.14

The proposed preferential allotment will not result in any change in management control of the Company

**vi. Issue Size, number of Equity Shares to be issued:**

Issuing 5,00,000 (Five Lakh only) equity shares as fully paid up equity shares on preferential basis, to Vijaya Diagnostic Centre Pvt. Ltd, promoters of the Company, at such price not less than the price determined in accordance with Chapter VII of SEBI (ICDR) Regulations

**vii. Relevant Date:**

The Relevant Date for the preferential issue, as per the SEBI (ICDR) Regulations, as amended from time to time, for the determination of price for the issue of the above mentioned equity shares is fixed as Wednesday the 14<sup>th</sup> day of December, 2016 being the date 30 days prior to the date of declaration of result of postal ballot (i.e. Friday the 13<sup>th</sup> day of January, 2017) As per the provisions of the Companies Act, 2013, the date of the declaration of result is considered as the date of the meeting of the shareholders of the Company.

**viii. Pricing of Preferential Issue:**

The Equity Shares will be allotted in accordance with the price determined in terms of Regulation 76A of Chapter VII of SEBI (ICDR) Regulations. Since the Company is listed on BSE Limited ("BSE") and shares of the company are not frequently traded, the company took into account the valuation parameters



including book value, comparable trading multiples, and such other parameters as are customary for valuation of shares of the company.

The Company will submit a certificate as required under Regulation 76A of the SEBI ICDR Regulations with the stock exchanges where the Equity Shares of the Company are listed.

As required under the Regulations, wherever it is required, the Company shall re-compute the issue price in accordance with the Regulations. Further, if the amount payable on account of the re-computation of issue price is not paid by the proposed allottees, within the time stipulated under the Regulations, the Equity Shares allotted to the proposed allottees shall continue to be locked in till the time such amounts are paid by them.

**ix. Auditor's Certificate:**

The certificate from an independent chartered accountant in practice having a minimum experience of ten years, certifying that the preferential issue is being made in accordance with the requirements contained in SEBI ICDR Regulations shall be available for inspection at the registered office of the Company between 10 a.m. and 1 p.m. on all working up to the date of declaration of results.

**viii. Change in control:**

There will be no change in management or control of the Company pursuant to the issue of equity shares.

**ix. Lock in period:**

The Equity Shares shall be locked in for such period as may be specified under the SEBI (Issue of Capital and Disclosure Requirements) Regulations (including any amendments thereto or re-enactment thereof).

The Board of Directors recommends the resolution as set out in this notice for the issue of equity shares by way of Special Resolution.

Except, Mr. .Dr. Sura Surendranath Reddy, Mr. Sunil Chandra Kondapally and Mrs. Suprita Sura Reddy, none of the Directors or any of the Key Managerial Personnel of the Company or their relatives is, in any way, concerned or interested, financially or otherwise, in this resolution.

By Order of the Board  
For Medinova Diagnostic Services Limited

Dr. Sura Surendranath Reddy  
Chairman  
DIN 00108599

Date: : 29.11.2016  
Place: Hyderabad



**MEDINOVA DIAGNOSTIC SERVICES LIMITED**

CIN: L85110TG1993PLC015481

Regd. Office: Flat No. 206, 2nd Floor, MGR Estate, 6-3-456/C Dwarakapuri Colony, Punjagutta, Hyderabad TG 500082 IN Tel: 040-23310066, E-mail: [medicorp@medinovaindia.com](mailto:medicorp@medinovaindia.com), Website: [www.medinovaindia.com](http://www.medinovaindia.com)

**POSTAL BALLOT FORM**

*(Please carefully read the instructions printed over leaf before exercising the vote)*

Serial No.: \_\_\_\_\_

1	Name & Registered Address of Shareholder (IN BLOCK LETTERS)	
2	Name of the Joint Holders If any	
3	Registered Folio No./ DP ID No. /Client ID No.* (*Applicable to investors holding Shares in dematerialized form)	
4	Number of share(s) held	
5	I/We hereby exercise my/our vote in respect of following Special resolution to be passed through Postal Ballot for the business stated in the Notice to the Equity Shareholders of the Company dated 29.11.2016 by sending my/our assent or dissent to the said resolution by placing a tick (✓) mark at the appropriate box below.	

Item No	Description of the Resolution	No. of Share(s)	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1	Preferential Issue Of Equity Shares.			

**Note:** Please return duly filed and signed postal ballot form in the envelope enclosed herewith

**ELECTRONIC VOTING PARTICULARS**

(REMOTE NUMBER)	E-VOTING	EVENT	USER ID	PASSWORD/PIN

**INSTRUCTIONS FOR VOTING IN PHYSICAL FORM**

1. A Member desiring to exercise vote by Postal Ballot should complete the Postal Ballot Form and send it to the Scrutinizer in the attached self addressed Business Reply envelope. Postage will be paid by the Company. However, envelope containing Postal Ballot Form, if sent by courier or hand delivered at the expense of the member will also be accepted.

2. The self addressed Business Reply envelope bears the name and postal address of the Scrutinizer appointed by the Board of Directors of the Company.
3. The form should be filled and signed by the Member as per specimen signature registered with the Company/Depository Participant(s). In case of joint holding, this form should be completed and signed (as per the specimen signature registered with the Company/ Depository Participant(s)) by the first named Member and in his/her absence, by the next named Member.
4. The right to vote by Postal Ballot form shall not be exercised by a proxy.
5. Incomplete, unsigned or incorrectly ticked Postal Ballot Forms will be rejected.
6. Members are requested to fill the Form in indelible ink and avoid filling it by using erasable writing medium(s) like pencil.
7. There will be one Postal Ballot form for every Folio/DP ID/Client ID irrespective of the number of joint holder(s).
8. The Scrutinizer's decision on the validity of Postal Ballot will be final.
9. Duly completed Postal Ballot Form should reach the Scrutinizer not later than Thursday the 12<sup>th</sup> January, 2017 (5.00 p.m.). Postal Ballot Form received after this date will be strictly treated as if reply from such Member has not been received and the same will not be considered for the purpose of postal ballot.
10. In case of shares held by companies, trusts, societies etc. the duly completed Postal Ballot form should be accompanied by a certified true copy of Board Resolution / appropriate authorization together with specimen signature(s) of the duly authorized signatory (ies).
11. Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Members as on 2<sup>nd</sup> December, 2016.
12. A member need not use all his/her votes in the same manner.
13. Members are requested not to send any other paper along with the Postal Ballot Form in as much as all such envelopes will be sent to the Scrutinizer and any extraneous paper found in such envelope would be destroyed by the Scrutinizer.

#### **INSTRUCTIONS FOR REMOTE E-VOTING**

1. For Instructions for remote e-voting, please refer the notes given in the Notice of Postal Ballot.