

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



21<sup>st</sup> October 2019

The Secretary,  
Bombay Stock Exchange Ltd (BSE)  
Phiroze Jheejheebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.  
**Scrip Code - 508869**  
**ISIN INE437A01024**

The Secretary,  
National Stock Exchange,  
Exchange Plaza, 5th Floor  
Plot No.C/1, 'G' Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai - 400 051.  
**Scrip Code- APOLLOHOSP**  
**ISIN INE437A01024**

The Manager  
The National Stock Exchange,  
Wholesale Debt Market  
Exchange Plaza, 5th Floor  
Plot No.C/1, 'G' Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai - 400 051.  
**ISIN INE437A07062,**  
**INE437A07070,**  
**INE437A07104,**  
**INE437A07112 &**  
**INE437A07120**

Dear Sir,

## Sub: NCLT Convened Meeting - Proceedings and voting results

Further to our letter dated 14<sup>th</sup> September 2019, we wish to inform you that the National Company Law Tribunal (NCLT) Convened Meeting of the Equity Shareholders was held on Monday, 21<sup>st</sup> October 2019 at 11.00 a.m. at The Music Academy, No. 168 TTK Road, Royapettah, Chennai - 600 014.

In this regard, please find enclosed the following:-

- (i) Summary of proceedings as required under Regulation 30, Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations.
- (ii) Voting results as required under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations.
- (iii) Report of Scrutinizer dated 21<sup>st</sup> October 2019.

We request you to kindly take the same on record.

Thanking you

Yours faithfully  
For APOLLO HOSPITALS ENTERPRISE LIMITED

S.M. KRISHNAN  
VICE PRESIDENT - FINANCE  
AND COMPANY SECRETARY



CC : The Secretary,  
Luxembourg Stock Exchange,  
B.P. 165,  
L-2011 Luxembourg.  
**Ref : ISIN US0376081065 - Rule 144a GDR**  
**ISIN US0376082055 - Reg. S GDR**

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate Finance  
450 Fifth Street, N.W. Washington, D.C  
20549-0302  
File No. 82-34893

IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greams Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## Summary of Proceedings of the NCLT Convened Meeting

Name of the Company	:	Apollo Hospitals Enterprise Limited
Date of Meeting	:	Monday, 21 <sup>st</sup> October 2019
Total Number of shareholders as on record date, 6 <sup>th</sup> September 2019	:	40,370
No. of shareholders present in the meeting either in person or through proxy	:	488
Promoters and Promoter Group	:	6 (in person)
Public	:	456 in person ; 26 in proxy
No. of shareholders attended the meeting through video conferencing	:	No video conferencing was established for the Meeting.
The Meeting commenced at 11.00 a.m. and concluded at 12.10 p.m.		

## Details of the Agenda & Results of the Meeting

Resolution Required (Ordinary/Special)	Details Enclosed
Mode of Voting	Remote E-voting, Postal Ballot and Voting conducted through poll at the venue of the meeting.



IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
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Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com



**Apollo Hospitals Enterprise Limited**  
**Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Approval of the Scheme of Arrangement by way of demerger of the front end portion of the Standalone Pharmacy business segment of Applicant Company into a Separate company i.e., Apollo Pharmacies Limited (APL) by way of slump sale and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and applicable SEBI Regulations

Resolution required : (Ordinary/Special) Special  
 Whether promoter/promoter group are interested in the agenda/resolution No  
 Resolution No. 1

Sl.No.	Category	Mode of Voting	Total No. of Shares held	No. of Votes polled #	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour of votes polled	% of votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
1	Promoter and Promoter Group	E-voting	478,52,663	478,23,443	99.94%	478,23,443	-	100.00%	-
		Poll*		-	-	-	-	-	-
		Postal Ballot (if applicable)		29,220	0.06%	29,220	-	100.00%	-
		<b>Total</b>		<b>478,52,663</b>	<b>478,52,663</b>	<b>100%</b>	<b>478,52,663</b>	-	<b>100.00%</b>
2	Public - Institutions	E-voting	803,29,643	651,95,597	81.16%	651,95,597	-	100.00%	-
		Poll*		-	-	-	-	-	-
		Postal Ballot (if applicable)		23,97,380	2.98%	23,97,380	-	100.00%	-
		<b>Total</b>		<b>803,29,643</b>	<b>675,92,977</b>	<b>84.14%</b>	<b>675,92,977</b>	-	<b>100.00%</b>
3	Public - Non Institutions	E-voting	109,42,853	17,57,756	16.06%	17,54,872	2,884	99.84%	0.16%
		Poll*		545	0.00%	512	33	93.94%	-
		Postal Ballot (if applicable)		2,92,171	2.67%	2,90,506	1,665	99.43%	-
		<b>Total</b>		<b>109,42,853</b>	<b>20,50,472</b>	<b>18.74%</b>	<b>20,45,890</b>	<b>4,582</b>	<b>99.99%</b>
<b>Total</b>			<b>1391,25,159</b>	<b>1174,96,112</b>	<b>84.45%</b>	<b>1174,91,530</b>	<b>4,582</b>	<b>99.99%</b>	<b>0.01%</b>

\* voting through physical ballot forms at the venue of the meeting

# excludes 272 invalid votes



*Sankaran*

## Apollo Hospitals Enterprise Limited

**Voting Results as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015  
(Pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated 10th March 2017)**

Approval of the Scheme of Arrangement by way of demerger of the front end portion of the Standalone Pharmacy business segment of Applicant Company into a Separate company ie., Apollo Pharmacies Limited (APL) by way of slump sale and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 and applicable SEBI Regulations

Resolution required : (Ordinary/Special) Special

Whether promoter/promoter group are interested in the agenda/resolution No

Resolution No. 1

Sl.No.	Category	Mode of Voting	Total No. of Shares held	No. of Votes polled #	% of votes polled on outstanding shares	No. of Votes in favour	No. of Votes against	% of Votes in favour of votes polled	% of votes against on votes polled
			(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
1	Promoter and Promoter Group	E-voting	478,52,663	-	-	-	-	-	-
		Poll*		-	-	-	-	-	-
		Postal Ballot (if applicable)		-	-	-	-	-	-
		<b>Total</b>		-	-	-	-	-	-
2	Public - Institutions	E-voting	803,29,643	651,95,597	81.16%	651,95,597	-	100.00%	-
		Poll*		-	-	-	-	-	-
		Postal Ballot (if applicable)		23,97,380	2.98%	23,97,380	-	-	-
		<b>Total</b>		<b>803,29,643</b>	<b>675,92,977</b>	<b>84.14%</b>	<b>675,92,977</b>	-	<b>100.00%</b>
3	Public - Non Institutions	E-voting	109,42,853	17,57,756	16.06%	17,54,872	2,884	99.84%	0.16%
		Poll*		545	0.00%	512	33	93.94%	6.06%
		Postal Ballot (if applicable)		2,92,171	2.67%	2,90,506	1,665	99.43%	0.57%
		<b>Total</b>		<b>109,42,853</b>	<b>20,50,472</b>	<b>18.74%</b>	<b>20,45,890</b>	<b>4,582</b>	<b>99.99%</b>
<b>Total</b>			<b>1391,25,159</b>	<b>696,43,449</b>	<b>50.06%</b>	<b>696,38,867</b>	<b>4,582</b>	<b>99.99%</b>	<b>0.01%</b>

\* voting through physical ballot forms at the venue of the meeting

# excludes 272 invalid votes



*Sushran*



## Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended]

To,

Mr. T.K. Bhaskar, Advocate

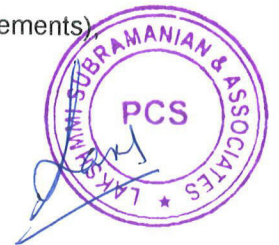
The Chairman appointed for the meeting of the Equity Shareholders convened pursuant to the Order of the National Company Law Tribunal (NCLT), Chennai Bench dated 28<sup>th</sup> August 2019 and 9<sup>th</sup> September 2019.

Apollo Hospitals Enterprise Limited,  
CIN: L85110TN1979PLC008035  
19, Bishop Gardens, Raja Annamalai Puram,  
Chennai-600028

Dear Sir,

**CONSOLIDATED REPORT OF THE SCRUTINIZER ON POSTAL BALLOT/E-VOTING, VOTING CONDUCTED THROUGH POLL AT THE NCLT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF APOLLO HOSPITALS ENTERPRISE LIMITED ON MONDAY, THE 21<sup>ST</sup> DAY OF OCTOBER 2019 AT 11 A.M. AT THE MUSIC ACADEMY, NO. 168, T.T.K. ROAD, ROYAPETTAH, CHENNAI-600014.**

1. I, Lakshmmi Subramanian, a Practising Company Secretary, was appointed as Scrutinizer by the NCLT vide its Orders dated 28<sup>th</sup> August 2019 and 9<sup>th</sup> September 2019 in respect of the Scheme of Arrangement between Apollo Hospitals Enterprise Limited (Transferor Company) and Apollo Pharmacies Limited (Transferee Company) and their respective shareholders under section 230-232 of Companies Act 2013 and other applicable provisions of the Companies Act 2013 for the purpose of scrutinizing :
  - (i) The E-voting process (electronic voting) held between 21<sup>st</sup> September 2019 from 9:00 A.M. to 20<sup>th</sup> October 2019 till 5:00 P.M. under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and



- (ii) The Poll conducted under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules conducted at the venue of the Meeting in respect of the resolution contained in the notice dated 9<sup>th</sup> September 2019 ('the Notice') of the NCLT convened Meeting of the Equity Shareholders of the Company held on Monday, 21<sup>st</sup> October, 2019 at 11 A.M at The Music Academy, No. 168, T.T.K. Road, Royapettah, Chennai-600014, in the matter of the Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders.
2. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereunder and the SEBI (LODR) Regulations, 2015 relating to voting through postal ballot/e-voting and voting conducted through poll at the venue of the meeting on the resolution contained in the notice of the Meeting.
3. The Company appointed M/s National Securities Depository Limited under Rule 20 of the Companies (Management and Administration), Rules 2014 as amended and the provisions of the SEBI (LODR), Regulations 2015 to provide e-voting facility.
4. My responsibility as a Scrutinizer for the voting process (through postal ballot/ e-voting and voting conducted through poll) is restricted to scrutinize the postal ballot papers/ e-voting process and ensure voting conducted through poll at the venue of the meeting is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast in favour and against the resolution stated in the Notice, based on postal ballots/the reports generated from the e-voting system and voting conducted through poll at the venue of the meeting.
5. The Voting was conducted to consider, and if thought fit, to pass the following resolution with or without modification:

*"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force) and other applicable provisions of the Companies Act, 2013 and the enabling provisions of the Memorandum of Association and Articles of Association of the Company and subject to the requisite approval(s) consents, sanctions and permissions of the Central Government or any concerned regulatory authorities and the sanction of the National Company Law Tribunal, Chennai Bench, (hereinafter referred to as "NCLT") and/or such other appropriate authority/ies, as may be applicable, if any, and all such other approvals, permissions and sanctions, as may be necessary and subject to such conditions and modifications as may be prescribed or imposed by any of them while granting such approvals, permissions and sanctions, which may be agreed to by the Board of Directors of the Applicant Company, the Scheme of Arrangement between Apollo Hospitals Enterprise Limited and*





*Apollo Pharmacies Limited and their respective shareholders, placed before this meeting, be and is hereby approved and such approval of the members shall be considered to be an approval granted under Section 180(1)(a) of the Companies Act, 2013 read with relevant rules and other applicable provisions of the Companies Act, 2013 and rules made thereunder."*

*"RESOLVED FURTHER that for the purpose of giving effect to the above resolution and for removal of any difficulties or doubts, the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall include any Committee constituted by the Board of Directors of the Company or any person(s) authorised by the Board to exercise the powers conferred on the Board of Directors of the Company by this resolution), be and are hereby severally authorized to do all things and to take all incidental and necessary steps for and on behalf of the Company and to take from time to time all decisions and steps necessary, expedient or proper, with respect to implementation of the above mentioned resolution, and also to take all other decisions as it/they may, in its/their absolute decision, deem appropriate and to deal with all questions or difficulties that may arise in the course of implementing the above resolution."*

*"RESOLVED FURTHER that Shri S.M. Krishnan, Vice President – Finance and Company Secretary of the Company be and is hereby authorised to make any submissions and to sign/execute all the relevant documents/applications/petitions/ affidavits and any other papers as may be required to give effect to the above resolutions.*

6. The Shareholders holding shares as on the cut-off date i.e. 6<sup>th</sup> September 2019 were entitled to vote on the proposed resolution given above.
7. The E-voting period commenced on 21<sup>st</sup> September 2019 at 9:00 A.M. and ended on 20<sup>th</sup> October 2019 at 5:00 P.M.
8. The Company issued an advertisement in Financial Express and Makkal Kural about the dispatch of the e-voting notice on 15<sup>th</sup> September 2019.
9. The details relating to the Equity Shareholders who voted in 'favour' or 'Against' the resolution through e-voting were generated from the e-voting website of National Securities Depository Limited i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
10. The Postal Ballot Papers/votes casted through the e-voting module of NSDL were diligently scrutinized. The Ballot papers were reconciled with the records maintained by the Company and the Registrar and Share Transfer Agent, Integrated Registry Management Services Private Limited and the authorizations/proxies lodged with the Company. The Votes were also scrutinized for eliminating duplicate voting.



11. The summary of voting through postal ballot/e-voting and poll based voting at the NCLT convened meeting is as under

Resolution as mentioned in Point No.5 as per the Rules framed under the Companies Act 2013 taking into account all the categories including Promoters/Public-Institutions/Public-Non Institutions

Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	574	11,47,76,796
Total number of E-Voting options received (Postal Ballot)	61	27,18,774
Total Number of Ballot Papers Received (Physical Voting)	103	814
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot	3	3
Physical Voting	13	269
<b>Total Valid Votes:</b>		
E-voting	574	11,47,76,796
Postal Ballot	58	27,18,771
Physical Voting	90	545
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	534	11,47,73,912
Number of valid votes cast in favour of the Resolution (Postal Ballot)	50	27,17,106
Number of valid votes cast in favour of the Resolution (Physical Voting)	58	512
Number of valid votes cast against the Resolution (Under E-voting/Postal Ballot and Physical Voting)	80	4,582
Percentage to the total valid votes received in favour of the resolution (Under E-voting/Postal Ballot and Physical Voting)	<b>99.99%</b>	

**Result:** The above resolution was passed since the requisite majority for being passed as a Special Resolution was received.





The Postal Ballots and all other relevant records were handed over to the Company for safe custody.

Therefore I am forwarding the consolidated voting results casted through Postal Ballot/E-voting and Poll at the venue of the meeting of the Equity Shareholders of M/s. Apollo Hospitals Enterprise Limited held on Monday, 21<sup>st</sup> October 2019 at 11 A.M at The Music Academy, No. 168, T.T.K. Road, Royapettah, Chennai – 600 014.

**For and on Behalf of Lakshmmi Subramanian & Associates**



Lakshmi Subramanian

**Scrutinizer**

**Date: 21.10.2019**

**Scrutinizer's Report**  
**[In respect of Public Shareholding]**

To,

Mr. T.K. Bhaskar, Advocate

The Chairman appointed for the meeting of the Equity Shareholders convened pursuant to the Order of the National Company Law Tribunal (NCLT), Chennai Bench dated 28<sup>th</sup> August 2019 and 9<sup>th</sup> September 2019.

Apollo Hospitals Enterprise Limited,  
CIN: L85110TN1979PLC008035  
19, Bishop Gardens, Raja Annamalai Puram,  
Chennai-600028

Dear Sir,

**REPORT OF THE SCRUTINIZER ON POSTAL BALLOT/E-VOTING, VOTING CONDUCTED THROUGH POLL AT THE NCLT CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF APOLLO HOSPITALS ENTERPRISE LIMITED HELD ON MONDAY, THE 21<sup>ST</sup> DAY OF OCTOBER 2019 AT 11 A.M. AT THE MUSIC ACADEMY, NO. 168, T.T.K. ROAD, ROYAPETTAH, CHENNAI-600014.**

1. I, Lakshmmi Subramanian, a Practising Company Secretary, appointed as Scrutinizer by the NCLT vide its Orders dated 28<sup>th</sup> August 2019 and 9<sup>th</sup> September 2019 in respect of the Scheme of Arrangement between Apollo Hospitals Enterprise Limited (Transferor Company) and Apollo Pharmacies Limited (Transferee Company) and their respective shareholders under section 230-232 of Companies Act 2013 and other applicable provisions of the Companies Act 2013 for the purpose of scrutinizing :

- (i) The E-voting process (electronic voting) held between 21<sup>st</sup> September 2019 from 9:00 A.M. to 20<sup>th</sup> October 2019 till 5:00 P.M. under the provisions of section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended (Rules) and Regulation 44 of the Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements), Regulations 2015, and
- (ii) The Poll conducted under the provisions of section 109 of the Companies Act, 2013 read with Rule 21 of the rules conducted at the venue of the Meeting in respect of the resolution contained in the notice dated 9<sup>th</sup> September 2019 ('the Notice') of the NCLT convened Meeting of the Equity Shareholders of the Company held on Monday, 21<sup>st</sup> October, 2019 at 11 A.M at The Music Academy, No. 168, T.T.K. Road, Royapettah, Chennai-600014, in the matter of the Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders.

2. Further to my Consolidated Scrutinizer's Report of even date, I submit my report in respect of **public shareholders** as under:

**"Murugesu Naicker Office Complex", 81, Greams Road, Chennai 600 006.**  
**Ph: 28292272, 28292273 Fax : 044-42142061, Cell : 9841015012, 9841047966**  
**e-mail : lakshmmi6@gmail.com, worklistsa2@gmail.com**





Particulars	Number of Members	Representative Number of Shares
Total number of E-Voting options received (E-Voting)	552	6,69,53,353
Total number of E-Voting options received (Postal Ballot)	58	26,89,554
Total Number of Ballot Papers Received (Physical Voting)	103	814
<b>Invalid Votes:</b>		
E-voting	NIL	NIL
Postal Ballot	3	3
Physical Voting	13	269
<b>Total Valid Votes:</b>		
E-voting	552	6,69,53,353
Postal Ballot	55	26,89,551
Physical Voting	90	545
<b>Out of the above:</b>		
Number of valid votes cast in favour of the Resolution (E- Voting)	512	6,69,50,469
Number of valid votes cast in favour of the Resolution (Postal Ballot)	47	26,87,886
Number of valid votes cast in favour of the Resolution (Physical Voting)	58	512
Number of valid votes cast against the Resolution (Under E-voting/Postal Ballot and Physical Voting)	80	4,582
Percentage to the total valid votes received in favour of the resolution (Under E-voting/Postal Ballot and Physical Voting)	<b>99.99%</b>	

**Result:** The above resolution was passed since the requisite majority for being passed as a Special Resolution was received.

For and on Behalf of Lakshmmi Subramanian & Associates

Lakshmi Subramanian  
Scrutinizer

Date: 21.10.2019