

**Fortis Healthcare Limited**

Tower-A, Unitech Business Park, Block-F,  
South City 1, Sector – 41, Gurgaon,  
Haryana – 122 01 (India)

Tel : 0124 492 1033

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**Emergency : 105010**

Email : [secretarial@fortishealthcare.com](mailto:secretarial@fortishealthcare.com)

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

**FHL/SEC/2019-20****July 8, 2019**

**The National Stock Exchange of India Ltd.  
Corporate Communications Department  
“Exchange Plaza”, 5<sup>th</sup> Floor, Bandra-Kurla  
Complex, Bandra (East), Mumbai – 400051**

**BSE Limited  
Corporate Services Department  
PhirozeJeejeebhoy Towers  
Dalal Street, Mumbai – 400 001**

**Scrip Symbol: FORTIS****Scrip Code:532843**

Dear Sir,

**Sub: Proceedings and Voting Result under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the Postal Ballot Notice dated May 24, 2019 wherein the following resolution(s) were proposed to be passed by way of postal ballot as well as through e-voting: -

1. **Special Business** – Approval of Disinvestment of shareholding in M/s. The Medical and Surgical Centre Ltd, an indirect associate company, held through a wholly owned subsidiary, Fortis Healthcare International Limited. (Special Resolution)
2. **Special Business** – Approval of Modification of terms of Non-Convertible Bonds (NCBs) issued by subsidiary companies. (Special Resolution)

Please find enclosed results of postal ballot in prescribed format along with Scrutinizer’s Report as ‘Annexure 1’.

Please note that the resolutions have been passed with requisite majority.

This is for your information and records.

For **Fortis Healthcare Limited**

**Sumit Goel  
Company Secretary  
F6661**

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**FORTIS HEALTHCARE LIMITED**

Regd. Office: Fortis Hospital, Sector 62, Phase – VIII, Mohali – 160062  
Tel: 0172-5096001, Fax : 0172-5096221, CIN : L85110PB1996PLC045933

**RAMIT RASTOGI & ASSOCIATES**  
**COMPANY SECRETARIES**

110/S-2, Saraswati Block, D-6, Vasant Kunj, New Delhi – 110070  
Tel. (O) 011-49046997, Mob. +91 8800199345  
e-mail : rastogiassociates7@gmail.com

**Scrutinizer Report**

To,

The Chairman

**FORTIS HEALTHCARE LIMITED**

CIN: L85110PB1996PLC045933

Fortis Hospital, Sector-62, Phase-VIII,

Mohali, Punjab 160062

Dear Sir,

In terms of the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India ('SS-2') and approved by the Central Government and other applicable laws and regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), I was appointed as Scrutinizer by the Board of Directors of **Fortis Healthcare Limited** ('the Company') in their meeting held on May 24, 2019 to conduct the Postal Ballot/e-voting process in a fair and transparent manner in respect of the following resolution as mentioned in the Notice of Postal Ballot dated May 24, 2019:

S. No.	Type of Resolution	Particulars
1.	<b>Special Resolution</b>	Disinvestment of shareholding in M/s The Medical and Surgical Centre Limited, an indirect associate company, held through a wholly owned subsidiary, Fortis Healthcare International Limited.
2.	<b>Special Resolution</b>	Modification of terms of non-convertible bonds (NCBs) issued by subsidiary companies




**I submit my report as under:**

1. The Company completed dispatch of Postal Ballot Notice(s) and Postal Ballot form(s) along with all requisite documents on June 7, 2019 to its Members, whose names appeared in the Register of Members as on May 24, 2019 ('cut-off date') in the following manner:
  - a) through e-mail to the Members whose e-mail Ids were registered with the Company/ the Depositories; and
  - b) through physical mode, along with a self-addressed postage prepaid business reply envelope to the other Members (whose e-mail addresses were not registered with the Company/ the Depositories).
2. The Company published an advertisement regarding dispatch of Postal Ballot form(s), notices etc. in English Daily "Financial Express" having countrywide circulation on June 8, 2019 and Punjabi language Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on June 8, 2019.
3. The Members of the Company holding shares on May 24, 2019 had an option to vote either through Postal Ballot form(s) or through e-voting facility. Members who opted for e-voting facility have cast their votes on e-voting platform provided by Karvy Fintech Private Limited (Formerly known as Karvy Computershare Pvt. Ltd.) ('Karvy') at <https://evoting.karvy.com>
4. The Postal Ballot form(s) received by post/ courier/ by hand were kept under my safe custody in sealed and tamper proof ballot box before commencing the scrutiny of such Postal Ballot form(s). The e-voting was maintained by Karvy in electronic registry.
5. The electronic voting process was monitored by me through the scrutinizer's secured link provided by Karvy on its designated website i.e. <https://evoting.karvy.com>
6. The e-votes were unblocked on July 07, 2019 at 05.00 P.M. in the presence of two witnesses, Mr. Mahaveer Singh and Mr. Sangam, who are not in the employment of the Company.
7. The particulars of all Postal Ballot form(s) received from the Members as well as e-voting report generated from electronic registry of Karvy have been entered in a separate Register maintained for that purpose.



8. All Postal Ballot form(s) received and e-votes cast up to 05:00 P.M. on July 07, 2019, were considered and none of the envelopes containing Postal Ballot form(s) received after 05:00 P.M. on July 07, 2019 were considered for the purpose of this report.
9. For the purpose of this report, details of shareholding as on cut-off date has been considered. In case of shareholders who have voted for lesser number of shares as compared to their entitlement, the number of shares for which votes have been cast, have been considered.
10. All votes cast either through Postal Ballot form(s) received or e-voting mode on or before 05:00 P.M. on July 07, 2019 were matched with the Register of Members as on cut-off date maintained by the Registrar and Share Transfer Agent ('RTA') of the Company.
11. The Members exercised their voting either by e-voting or physical mode. There was no Member who opted for both the facilities.
12. The total issued and paid up Equity Share Capital of the Company as on cut-off date was Rs. 754,95,49,480 (Rupees Seven Hundred Fifty Four crore Ninty Five Lakh Forty Nine Thousand Four Hundred and Eighty only) divided into 75,49,54,948 (Seventy Five crore Forty Nine Lakh Fifty Four Thousand Nine Hundred Forty Eight ) Equity Shares of Rs. 10/- (Rupees Ten Only) each.
13. A consolidated summary of the Postal Ballots/ e-voting is as under:  
**Resolution 1:** Disinvestment of shareholding in M/s The Medical and Surgical Centre Limited, an indirect associate company, held through a wholly owned subsidiary, Fortis Healthcare International Limited.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	50,27,36,758	12,700	50,27,49,458	99.9947
Dissent	15,311	11,415	26,726	0.0053
Total	50,27,52,069	24,115	50,27,76,184	100

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.



Detailed break up of voting in respect of the above Resolution is attached to this report and marked as 'Annexure-A'

**Resolution 2:** Modification of terms of non-convertible bonds (NCBs) issued by subsidiary companies

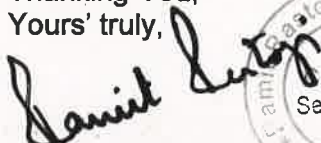

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	50,27,40,452	23,500	502,763,952	99.9982
Dissent	8,587	315	8,902	0.0018
Total	50,27,49,039	23,815	502,772,854	100

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

Detailed break up of voting in respect of the above Resolution is attached to this report and marked as 'Annexure-B'

14. The resolution shall be deemed to have been passed on July 07, 2019, being the last date of receipt of Postal Ballot form(s)/ cast vote through e-voting mode.
15. I will hand over the Postal Ballot form(s) and other related papers/registers and records to the Company after signing of minutes by the Chairman of the Company.
16. You may accordingly declare the result of the voting by Postal Ballot/e-voting.

Thanking You,  
Yours' truly,

**CS Ramit Rastogi**  
**M.No. F-6952; C.P. No. 18465**  
**Proprietor – Ramit Rastogi & Associates**  
**Practicing Company Secretaries**

  
  
 Counter-signed  
 Sumit Goel  
 Company Secretary  
 F6661

Date : July 8, 2019  
 Place : Gurugram

**Annexure-A**

A detailed summary of the e-voting/ Postal Ballot result is given herein below:

(Clause 13 of the Report may be referred)

<b>A1. VOTING THROUGH E-VOTING:</b>			
<b>Particulars</b>	<b>No. of share-Holders</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes cast	330*	50,27,52,069	5,02,75,20,690
b) Less: Invalid votes	0	0	0
c) Net Valid votes	330**	50,27,52,069	5,02,75,20,690
d) Votes with assent	311	50,27,36,758	5,02,73,67,580
e) Votes with dissent	22	15,311	1,53,110

<b>A2. VOTING THROUGH POSTAL BALLOT FORM:</b>			
<b>Particulars</b>	<b>No. of share-Holders</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes cast	28 <sup>#</sup>	24,416	2,44,160
b) Less: Invalid votes	3	301	3,010
c) Net Valid votes	25	24,115	2,41,150
d) Votes with assent	21	12,700	1,27,000
e) Votes with dissent	4	11,415	1,14,150

\* There were 4 (Four) shareholders holding 1128 (One Thousand one hundred Twenty Eight) equity shares, who logged on karvy e-voting platform but did not cast vote, hence, not considered for above resolution.

\*\*There were 3 (Three) shareholders holding 140 (one hundred Forty) equity shares, who partially voted in favour of resolution and partially against the resolution.

# There were 2 (Two) shareholders holding 1,184 (one Thousand One hundred Eighty four) equity shares, who forwarded their postal ballot form but did not cast their vote in respect of above resolution and as such their ballot has not been considered for above resolution.

 J. S. Ramtogi



**Annexure-B**

A detailed summary of the e-voting/ Postal Ballot result is given herein below:  
(Clause 13 of the Report may be referred)

<b>B1. VOTING THROUGH E-VOTING:</b>			
<b>Particulars</b>	<b>No. of share-Holders</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes cast	326*	50,27,49,039	5,02,74,90,390
b) Less: Invalid votes	0	0	0
c) Net Valid votes	326**	50,27,49,039	5,02,74,90,390
d) Votes with assent	300	50,27,40,452	5,02,74,04,520
e) Votes with dissent	27	8,587	85,870

<b>B2. VOTING THROUGH POSTAL BALLOT FORM:</b>			
<b>Particulars</b>	<b>No. of share-Holders</b>	<b>No. of Equity Shares</b>	<b>Paid-up value of the Equity Shares (In Rs.)</b>
a) Total votes Cast#	26	24,116	2,41,160
b) Less: Invalid votes	3	301	3,010
c) Net Valid votes	23	23,815	2,38,150
d) Votes with assent	21	23,500	2,35,000
e) Votes with dissent	2	315	3,150

\* There were 8 (Eight) shareholders holding 4158 (Four Thousand one hundred Fifty Eight) equity shares, who logged on karvy e-voting platform but did not cast vote, hence, not considered for above resolution.

\*\*There was 1 (one) shareholder holding 5 (Five) equity shares, who voted partially in favour of resolution and partially against the resolution.

# There were 4 (Four) shareholders holding 1,484 (one Thousand Four hundred Eighty four) equity shares, who forwarded their postal ballot form but did not cast their vote in respect of above resolution and as such their ballot has not been considered for above resolution.



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### General information about company

Scrip code	532843
NSE Symbol	FORTIS
MSEI Symbol	
ISIN	INE061F01013
Name of the company	Fortis Healthcare Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	07-07-2019
Start time of the meeting	
End time of the meeting	

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### Scrutinizer Details

Name of the Scrutinizer	Ramit Rastogi
Firms Name	Ramit Rastogi & Associates
Qualification	CS
Membership Number	6952
Date of Board Meeting in which appointed	24-05-2019
Date of Issuance of Report to the company	08-07-2019

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Voting results	
Record date	24-05-2019
Total number of shareholders on record date	121549
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	
b) Public	
<b>No. of resolution passed in the meeting</b>	<b>2</b>
Disclosure of notes on voting results	<a href="#">Add Notes</a>

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Resolution (1)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?					No				
Description of resolution considered									
Disinvestment of shareholding in M/s. The Medical and Surgical Centre Ltd, an indirect associate company, held through a wholly owned subsidiary, Fortis Healthcare International Limited									
Category	Mode of voting	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 on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		235294117	99.4836	235294117	0	100.0000	0.0000	
	Poll	236515598	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	<b>236515598</b>	<b>235294117</b>	<b>99.4836</b>	<b>235294117</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting		248377933	66.2118	248377933	0	100.0000	0.0000	
	Poll	375126604	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	<b>375126604</b>	<b>248377933</b>	<b>66.2118</b>	<b>248377933</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting		19080019	13.3136	19064708	15311	99.9198	0.0802	
	Poll	143312746	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		24115	0.0168	12700	11415	52.6643	47.3357	
	<b>Total</b>	<b>143312746</b>	<b>19104134</b>	<b>13.3304</b>	<b>19077408</b>	<b>26726</b>	<b>99.8501</b>	<b>0.1399</b>	<b>0.0053</b>
<b>Total</b>	<b>Total</b>	<b>754954948</b>	<b>502776184</b>	<b>66.5968</b>	<b>502749458</b>	<b>26726</b>	<b>99.9947</b>	<b>0.0053</b>	
<b>Whether resolution is Pass or Not.</b>									
Disclosure of notes on resolution									
Yes									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	

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Resolution (2)									
Resolution required: (Ordinary / Special)					Special				
Whether promoter/promoter group are interested in the agenda/resolution?									
No									
Modification of terms of Non-Convertible Bonds (NCBs) issued by subsidiary companies									
Category	Mode of voting	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 on votes polled	% of Votes against on votes polled	
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting		235294117	99.4836	235294117	0	100.0000	0.0000	
	Poll	236515598	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	<b>236515598</b>	<b>235294117</b>		<b>235294117</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Institutions	E-Voting		248377933	66.2118	248377933	0	100.0000	0.0000	
	Poll	375126604	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0	
	<b>Total</b>	<b>375126604</b>	<b>248377933</b>		<b>248377933</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	
Public- Non Institutions	E-Voting		19076989	13.3114	19068402	8587	99.9550	0.0450	
	Poll	143312746	0	0.0000	0	0	0	0	
	Postal Ballot (if applicable)		23815	0.0166	23500	315	98.6773	1.3227	
	<b>Total</b>	<b>143312746</b>	<b>19100804</b>		<b>19091902</b>	<b>8902</b>	<b>99.9534</b>	<b>0.0466</b>	
<b>Total</b>	<b>Total</b>	<b>754954948</b>	<b>502772854</b>		<b>502763952</b>	<b>8902</b>	<b>99.9982</b>	<b>0.0018</b>	
<b>Whether resolution is Pass or Not.</b>									
Disclosure of notes on resolution									
Yes									
Add Notes									

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Institutions	
Public - Non Institutions	