

**Fortis Healthcare Limited**

Tower-A, Unitech Business Park, Block-F,
South City 1, Sector – 41, Gurgaon,
Haryana – 122 001 (India)

Tel : 0124 492 1033

Fax : 0124 492 1041

Emergency : 105010

Email : secretarial@fortishealthcare.com

Website : www.fortishealthcare.com

FHL/SEC/2022-23

April 8, 2022

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

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

Scrip Symbol: FORTIS

Scrip Code:532843

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

Dear Madam / Sir,

With reference to the Postal Ballot Notice dated February 27, 2022, following resolution have been approved with requisite majority through e-voting: -

- Approval for amalgamation of Fortis Emergency Services Limited, Fortis Cancer Care Limited, Fortis Health Management (East) Limited and Birdie & Birdie Realtors Private Limited with Fortis Hospitals Limited (collectively wholly-owned subsidiaries) - Special Resolution.

Please find enclosed Scrutinizer’s Report along with result of postal ballot in prescribed format.

This is for your information and records please.

Thanking you,
Yours faithfully,
For **Fortis Healthcare Limited**

**Murlee Manohar Jain
Company Secretary
Membership No. F9598**

Encl: a/a

MUKESH AGARWAL & CO.

(COMPANY SECRETARIES)

3029, Sant Nagar, Rani Bagh, Opp. M2K Pitampura, Delhi-110034
Tel. No. : 011-42458279, 47060535 Email : magarwalandco@gmail.com

Ref. No.

Dated.....

Scrutinizer Report

To,
The Chairman
FORTIS HEALTHCARE LIMITED
CIN: L85110PB1996PLC045933
Fortis Hospital, Sector-62, Phase-VIII, Mohali, Punjab 160062

Dear Sir,

I, Mukesh Kumar Agarwal, Practicing Company Secretary (M. No. 5991 and COP No. 3851), have been appointed as Scrutinizer by the Board of Directors of FORTIS HEALTHCARE LIMITED ("the Company") for the purpose of scrutinizing the Postal Ballot/e-voting process in a fair and transparent manner on the resolutions contained in the postal ballot notice dated February 27, 2022 ("Notice") issued in accordance with various General Circulars on account of COVID-19 including General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular no. 02/2021 dated January 13, 2021, General Circular no. 10/2021 dated June 23, 2021 and General Circular no. 20/2021 dated December 8, 2021 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India.

The said appointment as Scrutinizer is under the provisions of Section 110 of the Companies Act, 2013 ("the Act") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules").

Management's Responsibility

The management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice. The management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

My responsibility as a scrutinizer for e-voting process is restricted to making a Scrutinizer's report of the votes cast "in favour" or "against" by the members in respect of the resolutions contained in the Notice. My report is based on duly completed and signed postal ballot received via registered email ids magarwalandco@gmail.com and teammagarwalandco@gmail.com and verification of data and reports generated from the voting system provided by KFin Technologies Limited ("KFin Tech")(Formerly known as KFin Technologies Private Limited), the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers/ documents furnished to me electronically till the time fixed for closing of the e-voting process i.e. till 5 p.m. on April 08, 2022.

I submit my report as under:

1. In compliance with the provisions of the Act, LODR and MCA Circulars and SEBI Circulars in view of COVID-19, the Company has sent the Postal Ballot Notice in electronic form only by way of an e-mail to all the members, whose e-mail ID was registered with the Company or with the Depositories and whose name appeared in the register of members/ list of beneficial owners as received from the Depositories



as on Friday, March 04, 2022 ("Record Date"). The Company has completed dispatch of postal ballot notice electronically to its members on March 09, 2022. However, to facilitate the shareholders to receive the notice electronically and cast their vote electronically, the Company made the arrangement with KFin Tech, Registrar & Share Transfer Agent for registration of email addresses in terms of the MCA Circulars.

2. The Company published an advertisement regarding electronic transmission of Postal Ballot form(s), notices etc. in English Daily "Financial Express" having countrywide circulation on March 10, 2022 and Punjabi Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on March 10, 2022.
3. The Members of the Company holding shares as on March 04, 2022 had an option to vote either through Postal Ballot form(s) by returning the duly completed and signed postal ballot via registered email ids as to reach the Scrutinizer via email at magarwalandco@gmail.com and teammagarwalandco@gmail.com on or before 05.00 P.M. on April 08, 2022 or through e-voting facility.
4. The Members of the Company holding shares as on March 04, 2022 casted their vote one-voting platform provided by KFin Tech at <https://evoting.kfintech.com/> and the e-voting was maintained by KFin Tech in electronic registry. None of the member opted for voting by returning the Postal Ballot form(s) via email.
5. The e-votes were unblocked on April 08, 2022 at 05.12 P.M. in the presence of two witnesses who are not in the employment of the Company. They have signed below for the confirmation of the same.



Ruchi Singh



Firdaus

6. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of KFin Tech, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFin Tech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. For the purpose of this report, details of shareholding as on cut-off date have 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.
8. I submit herewith the Scrutinizer's Report on the results of the remote e-voting for postal ballot, based on the report generated by KFin Tech, scrutinized on test-check basis, and relied upon by me as under:

Resolution 1: Approval for amalgamation of Fortis Emergency Services Limited, Fortis Cancer Care Limited, Fortis Health Management (East) Limited and Birdie & Birdie Realtors Private Limited with Fortis Hospitals Limited (collectively wholly-owned subsidiaries).

| Special Resolution | | | | |
|--------------------|-----------------------|---------------|------------------|------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Postal Ballot | Total | |
| Assent | 567792171 | - | 567792171 | 99.9969 |
| Dissent | 17729 | - | 17729 | 0.0031 |
| Total | 567809900 | - | 567809900 | 100 |

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



Notes: -

- i. Aforesaid resolution contained in the Notice are passed with requisite majority by the Members of the Company as specified under the Act and LODR.
 - ii. The figures in percentage have been rounded off to 4 decimal points.
 - iii. The electronic data and all other relevant records relating to remote e-voting are under my safe custody and will be handed over to Mr. Murlee Manohar Jain, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.
9. The resolution shall be deemed to have been passed on April 08, 2022, being the last date of casting vote through e-voting facility.

**Thanking You
Yours' Truly**

**CS Mukesh Kumar Agarwal
M. No. F-5991; C.P.No.:3851
Proprietor-Mukesh Agarwal & co
Practicing Company Secretaries
Date: 08/04/2022
Place: New Delhi
UDIN: F005991D000053821**



Counter signed By

**Murlee Manohar Jain
(Company Secretary)
M. No. F-9598**

**Date: 08/04/2022
Place: Gurugram**

Annexure-A

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

| Resolution 1 | Mode | Ballot Received | Total shares | Favour | | Against | | Invalid | | Abstain | | Less Voted |
|-----------------|------------|--------------------|------------------|------------|------------------|-----------|--------------|----------|----------|----------|-----------|---------------|
| | | | | | | | | | | | | |
| | ELE | 809^ | 567809915^ | 764 | 567792171 | 44 | 17729 | 0 | 0 | 3 | 15* | 0 |
| | PHY | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Total | | 809 | 567809915 | 764 | 567792171 | 44 | 17729 | 0 | 0 | 3 | 15 | 0 |

*There were 3 (Three) shareholders holding 15 (Fifteen) Equity Shares who abstained from voting hence, not considered for above resolution.

^There were 2 (Two) shareholder who partially voted in favour of resolution and partially against the resolution



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General information about company

| | |
|---|---------------------------|
| Scrip code | 532843 |
| NSE Symbol | FORTIS |
| MSEI Symbol | NotListed |
| 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) | 08-04-2022 |
| Start time of the meeting | |
| End time of the meeting | |

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Scrutinizer Details

| | |
|---|----------------------|
| Name of the Scrutinizer | Mukesh Agarwal |
| Firms Name | Mukesh Agarwal & Co. |
| Qualification | CS |
| Membership Number | 5991 |
| Date of Board Meeting in which appointed | 27-02-2022 |
| Date of Issuance of Report to the company | 08-04-2022 |

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| Voting results | |
|---|---------------------------|
| Record date | 04-03-2022 |
| Total number of shareholders on record date | 167715 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | |
| b) Public | |
| No. of resolution passed in the meeting | 1 |
| Disclosure of notes on voting results | Add Notes |

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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 | | | | Approval for amalgamation of Fortis Emergency Services Limited, Fortis Cancer Care Limited, Fortis Health Management (East) Limited and Birdie & Birdie Realtors Private Limited with Fortis Hospitals Limited (collectively wholly-owned subsidiaries) | | | | |
| 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 | 235294117 | 100.0000 | 235294117 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 235294117 | 235294117 | 100.0000 | 235294117 | 0 | 100.0000 |
| Public-Institutions | E-Voting | 347855340 | 273792082 | 78.7086 | 273792082 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 347855340 | 273792082 | 78.7086 | 273792082 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 171808691 | 58723701 | 34.1797 | 58705972 | 17729 | 99.9698 | 0.0302 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 171808691 | 58723701 | 34.1797 | 58705972 | 17729 | 99.9698 |
| Total | | 754958148 | 567809900 | 75.2108 | 567792171 | 17729 | 99.9969 | 0.0031 |
| Whether resolution is Pass or Not. | | | | | | | | Yes |
| Disclosure of notes on resolution | | | | | | | | Add Notes |

* this fields are optional

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