

**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](mailto:secretarial@fortishealthcare.com)

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

**FHL/SEC/2020-21**

**June 29, 2020**

**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  
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 Sir(s),

With reference to the Postal Ballot Notice dated May 26, 2020, following resolutions have been approved with requisite majority through e-voting: -

1. Approval for entering into a Material Contract by Fortis Malar Hospitals Limited, a step-down subsidiary of the Company (Special Resolution).
2. Approval for waive off service fee payable to BT entities as described and amendment in any of the terms and conditions of Hospital and Medical Services Agreement (HMSA), including termination thereof (Special Resolution).
3. Approval of Appointment of Ms. Shailaja Chandra (DIN: 03320688) as an Independent Director of the Company (Special Resolution).
4. Approval for further Investment in Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (EHIRCL), Hiranandani Healthcare Private Limited (HHPL) and Fortis Hospitals Limited (FHsL) (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**

**SUMIT** Digitally signed  
by SUMIT GOEL  
Date: 2020.06.29  
**GOEL** 12:52:31 +05'30'

**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’) through resolution by circulation (“RBC”) dated April 21, 2020 to conduct the Postal Ballot/e-voting process in a fair and transparent manner in respect of the following resolutions as mentioned in the Postal Ballot notice dated May 26, 2020:

S. No.	Type of Resolution	Particulars
1.	<b>Special Resolution</b>	Approval for entering into a Material Contract by Fortis Malar Hospitals Limited, a step-down subsidiary of the Company.
2.	<b>Special Resolution</b>	Approval for waive off service fee payable to BT entities as described and amendment in any of the terms and conditions of Hospital and Medical Services Agreement (HMSA), including termination thereof.
3.	<b>Special Resolution</b>	Approval of Appointment of Ms. Shailaja Chandra (DIN: 03320688) as an Independent Director of the Company.
4.	<b>Special Resolution</b>	Approval for further Investment in Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (EHIRCL), Hiranandani Healthcare Private Limited (HHPL) and Fortis Hospitals Limited (FHsL)

**I submit my report as under:**

1. The Company completed the electronic transmission of Postal Ballot Notice along with the Postal Ballot Form and other requisite documents, if any, on May 28, 2020 to its Members, whose names appeared in the Register of Members as on May 22, 2020 ('cut-off date') through e-mail to the Members whose e-mail Ids were registered with the Company/ the Depositories.
2. The Company has, due to non-availability of postal and courier services and considering the exemption granted by Ministry of Corporate Affairs for dispatch of physical postal ballot, on account of threat posed by COVID-19 pandemic situation, sent the Postal Ballot Notice in electronic form only To facilitate the shareholders to receive the notice electronically and cast their vote electronically, the Company made the arrangement with KFin Technologies Private Limited ("KTPL") (Formerly known as Karvy Fintech Private Limited), Registrar & Share Transfer Agent for registration of email addresses in terms of the General Circular No. 17/2020 issued by Ministry of Corporate Affairs dated April 13, 2020.
3. The Company published an advertisement regarding electronic transmission of Postal Ballot form(s), notices etc. in English Daily "Financial Express" having countrywide circulation on May 29, 2020 and Punjabi language Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on May 29, 2020.
4. The Members of the Company holding shares as on May 22, 2020 have casted their votes on e-voting platform provided by KTPL at <https://evoting.karvy.com> and the e-voting was maintained by KTPL in electronic registry.
5. The electronic voting process was monitored by me through the scrutinizer's secured link provided by KTPL on its designated website i.e. <https://evoting.karvy.com>
6. The e-votes were unblocked on June 28, 2020 at 05.00 P.M. in the presence of two witnesses who are not in the employment of the Company.
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. All votes cast through e-voting mode on or before 05:00 P.M. on June 28, 2020 were matched with the Register of Members as on cut-off date maintained by the Registrar and Share Transfer Agent ('RTA') of the Company.
9. The total issued and paid up Equity Share Capital of the Company as on cut-off date was Rs. 754,95,81,480 (Rupees Seven Hundred Fifty Four Crore Ninety Five Lakh Eighty One Thousand Four Hundred Eighty Only) divided into 75,49,58,148 (Seventy Five Crore Forty Nine Lakh Fifty Eight Thousand One Hundred Forty Eight) Equity Shares of Rs. 10/- (Rupees Ten) each.
10. A consolidated summary of the e-voting is as under:

**Resolution 1: Approval for entering into a Material Contract by Fortis Malar Hospitals Limited, a step-down subsidiary of the Company.**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	45,93,11,543	0	45,93,11,543	99.9973
Dissent	12,574	0	12574	0.0027
Total	45,93,24,117	0	45,93,24,117	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: Approval for waive off service fee payable to BT entities as described and amendment in any of the terms and conditions of Hospital and Medical Services Agreement (HMSA), including termination thereof.**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	45,93,10,922	0	45,93,10,922	99.9971
Dissent	13,436	0	13,436	0.0029
Total	45,93,24,358	0	45,93,24,358	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'.

**Resolution 3: Approval of Appointment of Ms. Shailaja Chandra (DIN: 03320688) as an Independent Director of the Company.**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	45,93,07,639	0	45,93,07,639	99.9965
Dissent	16,151	0	16,151	0.0035
Total	45,93,23,790	0	45,93,23,790	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-C'.

**Resolution 4: Approval for further Investment in Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (EHIRCL), Hiranandani Healthcare Private Limited (HHPL) and Fortis Hospitals Limited (FHsL).**

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	45,93,42,191	0	45,93,42,191	99.9973
Dissent	12,477	0	12,477	0.0027
Total	45,93,54,668	0	45,93,54,668	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-D'.

11. The resolutions shall be deemed to have been passed on June 28, 2020, being the last date of casting vote through e-voting facility.
12. You may accordingly declare the result of the voting by e-voting facility.

Thanking You,

Yours' truly,

RAMIT  
RASTOGI

Digitally signed by RAMIT RASTOGI  
DN: cn=Personal, postalCode=250001, st=UTTAR PRADESH  
serialNumber=bfe762e469115df36c379ed9e9f1cc88a03022a831b27c8d20a25af6d6e033,  
cn=RAMIT RASTOGI  
Date: 2020.06.29 12:14:37 +05'30'

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

Date : 29/06/2020  
Place : New Delhi

**UDIN: F006952B000392251**

**COUNTERSIGNED BY**

SUMIT  
GOEL

Digitally signed  
by SUMIT GOEL  
Date: 2020.06.29  
12:53:22 +05'30'

**Sumit Goel**  
**(Company Secretary)**  
**M.No. F-6661**

Date: 29/06/2020  
Place : New Delhi

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

(Clause 10 of the Report may be referred)

<b>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	410*	45,93,24,117	459,32,41,170
b) Less: Invalid votes	0	0	0
c) Net Valid votes	410**	45,93,24,117	459,32,41,170
d) Votes with assent	361	45,93,11,543	459,31,15,430
e) Votes with dissent	49	12,574	1,25,740

\* There were 12 (twelve) shareholders holding 98,903 (Ninety Eight Thousand Nine Hundred and Three) Equity Shares who abstained from voting (i.e., logged on Karvy e-voting platform but didn't cast vote) hence, not considered for above resolution.

\*\*There were 2 (two) shareholders holding 350 (Three Hundred Fifty) equity shares, who partially voted in favour of resolution and partially against the resolution.

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

(Clause 10 of the Report may be referred)

<b>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	408*	45,93,24,358	459,32,43,580
b) Less: Invalid votes	0	0	0
c) Net Valid votes	408**	45,93,24,358	459,32,43,580
d) Votes with assent	347	45,93,10,922	459,31,09,220
e) Votes with dissent	61	13,436	1,34,360

\* There were 13 (thirteen) shareholders holding 98,662 (Ninety Eight Thousand Six Hundred and Sixty Two) Equity Shares who abstained from voting (i.e., logged on Karvy e-voting platform but didn't cast vote), hence, not considered for above resolution.

\*\*There was 1 (one) shareholder holding 50 (Fifty) equity shares, who partially voted in favour of the resolution and partially against the resolution.



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

(Clause 10 of the Report may be referred)

<b>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	407*	45,93,23,790	459,32,37,900
b) Less: Invalid votes	0	0	0
c) Net Valid votes	407**	45,93,23,790	459,32,37,900
d) Votes with assent	357	45,93,07,639	459,30,76,390
e) Votes with dissent	50	16,151	1,61,510

\* There were 14 (fourteen) shareholders holding 99228 (Ninety Nine Thousand Two Hundred and Twenty Eight) Equity Shares who abstained from voting (i.e., logged on Karvy e-voting platform but didn't cast vote) hence, not considered for above resolution.

\*\*There was 1 (one) shareholder holding 50 (Fifty) equity shares, who partially voted in favour of the resolution and partially against the resolution.

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

(Clause 10 of the Report may be referred)

<b>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	413*	45,93,54,668	459,35,46,680
b) Less: Invalid votes	0	0	0
c) Net Valid votes	413**	45,93,54,668	459,35,46,680
d) Votes with assent	369	45,93,42,191	459,34,21,910
e) Votes with dissent	44	12,477	1,24,770

\* There were 8 (eight) shareholders holding 68,352 (Sixty Eight Thousand Three Hundred and Fifty Two) Equity Shares who abstained from voting (i.e., logged on Karvy e-voting platform but didn't cast vote) hence, not considered for above resolution.

\*\*There was 1 (one) shareholder holding 50 (Fifty) equity shares, who partially voted in favour of the resolution and partially against the resolution.

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### General information about company

Scrip code	532843
NSE Symbol	FORTIS
MSEI Symbol	NOT LISTED
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)	28-06-2020
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	21-04-2020
Date of Issuance of Report to the company	29-06-2020

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Voting results	
Record date	22-05-2020
Total number of shareholders on record date	114499
<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>4</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				Approval for entering into a Material Contract by Fortis Malar Hospitals Limited, a step-down subsidiary of the Company.				
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	100.0000	235294117	0	100.0000	0.0000
	Poll	235294117						
	Postal Ballot (if applicable)							
	<b>Total</b>	235294117	235294117	100.0000	235294117	0	100.0000	0.0000
Public- Institutions	E-Voting		223843890	57.1958	223843890	0	100.0000	0.0000
	Poll	391364444						
	Postal Ballot (if applicable)							
	<b>Total</b>	391364444	223843890	57.1958	223843890	0	100.0000	0.0000
Public- Non Institutions	E-Voting		186110	0.1451	173536	12574	93.2438	6.7562
	Poll	128299587						
	Postal Ballot (if applicable)							
	<b>Total</b>	128299587	186110	0.1451	173536	12574	93.2438	6.7562
<b>Total</b>		754958148	459324117	60.8410	459311543	12574	99.9973	0.0027
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for waive off service fee payable to B1 entities as described herein below and amendment in any of the terms and conditions of Hospital and Medical Services Agreement (HMSA) including termination thereof				
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	100.0000	235294117	0	100.0000	0.0000
	Poll	235294117						
	Postal Ballot (if applicable)							
	<b>Total</b>	235294117	235294117	100.0000	235294117	0	100.0000	0.0000
Public- Institutions	E-Voting		223843890	57.1958	223843890	0	100.0000	0.0000
	Poll	391364444						
	Postal Ballot (if applicable)							
	<b>Total</b>	391364444	223843890	57.1958	223843890	0	100.0000	0.0000
Public- Non Institutions	E-Voting		186351	0.1452	172915	13436	92.7900	7.2100
	Poll	128299587						
	Postal Ballot (if applicable)							
	<b>Total</b>	128299587	186351	0.1452	172915	13436	92.7900	7.2100
<b>Total</b>		754958148	459324358	60.8410	459310922	13436	99.9971	0.0029
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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

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Resolution (3)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of Appointment of Ms. Shailaja Chandra (DIN: 03320688) as an Independent Director of the Company.				
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	100.0000	235294117	0	100.0000	0.0000
	Poll	235294117						
	Postal Ballot (if applicable)							
	<b>Total</b>	235294117	235294117	100.0000	235294117	0	100.0000	0.0000
Public- Institutions	E-Voting		223843890	57.1958	223843890	0	100.0000	0.0000
	Poll	391364444						
	Postal Ballot (if applicable)							
	<b>Total</b>	391364444	223843890	57.1958	223843890	0	100.0000	0.0000
Public- Non Institutions	E-Voting		185783	0.1448	169632	16151	91.3065	8.6935
	Poll	128299587						
	Postal Ballot (if applicable)							
	<b>Total</b>	128299587	185783	0.1448	169632	16151	91.3065	8.6935
<b>Total</b>		754958148	459323790	60.8410	459307639	16151	99.9965	0.0035
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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



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Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for further investment in wholly owned Subsidiary Companies or the Company viz Escorts Heart Institute and Research Centre Limited (EHIRCL), Hiranandani Healthcare Private Limited (HHPL) and Fortis Hospitals Limited (FHSL)				
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	100.0000	235294117	0	100.0000	0.0000
	Poll	235294117						
	Postal Ballot (if applicable)							
	<b>Total</b>	235294117	235294117	100.0000	235294117	0	100.0000	0.0000
Public- Institutions	E-Voting		223843890	57.1958	223843890	0	100.0000	0.0000
	Poll	391364444						
	Postal Ballot (if applicable)							
	<b>Total</b>	391364444	223843890	57.1958	223843890	0	100.0000	0.0000
Public- Non Institutions	E-Voting		216661	0.1689	204184	12477	94.2412	5.7588
	Poll	128299587						
	Postal Ballot (if applicable)							
	<b>Total</b>	128299587	216661	0.1689	204184	12477	94.2412	5.7588
<b>Total</b>		754958148	459354668	60.8451	459342191	12477	99.9973	0.0027
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

\* this fields are optional

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