

**MUKESH MANGLIK**  
*Company Secretary*  
Membership No: FCS: 938

The Chairman,  
Fortis Healthcare Limited  
Escorts Heart Institute and Research Centre  
Okhla Road  
New Delhi - 110025

**SCRUTINIZER'S REPORT**

Dear Sir,

The Board of Directors of the Company at its meeting held on Thursday 26<sup>th</sup> March 2015, had appointed me as the Scrutinizer to conduct the Postal Ballot Process in respect of the following Resolutions:

**No 1: As an Ordinary Resolution:**

To consider and approve appointment of Mr. Ravi Umesh Mehrotra as a Non- Executive Non Independent Director.

**No 2: As an Ordinary Resolution:**

To consider and approve appointment of Ms. Shradha Suri Marwah as Independent Director.

**No 3: As a Special Resolution:**

To consider and approve entering into Related Party Transaction(s) with Subsidiaries.

I submit my report as under:

1. The Company confirmed completion of the dispatch of postal ballot notices; forms and postage prepaid business reply envelopes on Monday 30<sup>th</sup> March 2015 to its Members whose name(s) appeared on the Register of Members as on Friday, March 20<sup>th</sup> 2015.



2. The shareholders of the Company had an option to either vote through the postal ballot forms in physical mode or through the e-voting facility. Shareholders opting for e-voting facility casted their votes on the designated website <https://evoting.karvy.com> of Karvy Computershare Private Limited [KCPL]
3. The process of electronic voting was monitored through the scrutinizer's secured link provided by KCPL.
4. The particulars of all postal ballot forms received from the Members in physical form have been entered in a separate Register maintained for the purpose.
5. The postal ballot forms were kept under my safe custody before commencing and during the scrutiny of such postal ballot forms.
6. The postal ballot forms were scrutinized in my presence and details of shareholders were matched with the Register of Members of the Company as on Friday, March 20, 2015. If any shareholder voted for lesser number of shares than those held by him, the shares for which he voted only were considered for this report.
7. All postal ballot forms received up to the close of working hours i.e. 5.30 P.M. IST on Saturday, May 2, 2015 being the last date and time fixed by the Company for receipt of the forms were considered, and NONE of the envelopes containing postal ballot forms received after this date and time, were considered for the purpose of this report.
8. No defaced or mutilated ballot paper was found.
9. The paid up Equity Share Capital of the Company was 46,28,05,414 Equity Shares of Rs 10 each amounting to Rs 462,80,54,140 as on 20<sup>th</sup> March 2015.
10. A summary of the voting results in e-voting and physical mode for the resolutions and details of the voting results as per clause 35A of the Listing Agreement are given in the attached annexures which form an integral part of this report.
11. As resolution no 3 was for approval of Related Party transaction, the Promoters/Promoter Group Companies/Director(s) abstained from exercising their voting rights.
12. I have on reckoning the voting rights of the shareholders on the basis of the paid up value of the equity shares registered in their names, found that total percentage of assent votes to total valid polled votes in respect of the resolutions is as under:



Number of votes polled in favour of the Ordinary Resolution at Item No 1 was 394579912 votes (99.9991% of total valid polled votes)

Number of votes polled in favour of the Ordinary Resolution at Item No 2 was 394577137 votes (99.9990% of total valid polled votes)

Number of votes polled in favour of the Special Resolution at Item No 3 was 64478344 votes (99.9670% of total valid polled votes)

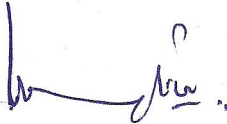
Accordingly, the above-mentioned resolutions can be deemed to have been passed by requisite majority.

13. I will hand over the postal ballot forms and the related register for safe custody of the Company after signing of the minutes by the Chairman.

14. You may accordingly declare the results of the voting by Postal Ballot.

Place: NOIDA  
Date: May 4<sup>th</sup> 2015



  
MUKESH MANGLIK  
SCRUTINIZER  
C.P. NO: 8476

**SUMMARY OF VOTING RESULTS FOR POSTAL BALLOT OF FORTIS HEALTHCARE LIMITED  
APRIL -MAY 2015**

**[A] Under E - Voting mode**

**Resolution No 1 - APPOINTMENT OF MR. RAVI UMESH MEHROTRA AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR**

Particulars	No. of	No. of	Paid up Value	%age to Total Paid Up
	Shareholders	Equity Shares	of Equity shares [Rs]	Value of net valid votes
[a] Total no. of e-voters/votes	116	368705490	3687054900	
[b] Less: Invalid/Abstain	2	50	500	
[c] Net Valid votes	114	368705440	3687054400	100.0000%
[d] Votes with Assent	107	368704556	3687045560	99.9998%
[e] Votes with Dissent	7	884	8840	0.0002%

**Resolution No 2 - APPOINTMENT OF Ms. SHRADHA SURI MARWAH AS INDEPENDENT DIRECTOR**

Particulars	No. of	No. of	Paid up Value	%age to Total Paid Up
	Shareholders	Equity Shares	of Equity shares [Rs]	Value of net valid votes
[a] Total no. of e-voters/votes	116	368705490	3687054900	
[b] Less: Invalid/Abstain	2	50	500	
[c] Net Valid votes	114	368705440	3687054400	100.0000%
[d] Votes with Assent	105	368703326	3687033260	99.9994%
[e] Votes with Dissent	9	2114	21140	0.0006%

**Resolution No 3 - APPROVE ENTERING INTO RELATED PARTY TRANSACTION(S) WITH SUBSIDIARIES**

Particulars	No. of	No. of	Paid up Value	%age to Total Paid Up
	Shareholders	Equity Shares	of Equity shares [Rs]	Value of net valid votes
[a] Total no. of e-voters/votes	116	368705490	3687054900	
[b] Less: Invalid/Abstain	8	330073595	3300735950	
[c] Net Valid votes	108	38631895	386318950	100.0000%
[d] Votes with Assent	91	38614218	386142180	99.9542%
[e] Votes with Dissent	17	17677	176770	0.0458%







Page 3						
[C] Consolidated voting results [e-voting + physical mode]						
<b>Resolution No 1 - APPOINTMENT OF MR. RAVI UMESH MEHROTRA AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR</b>						
Particulars	No. of Shareholders	No. of Equity Shares	Paid up Value of Equity shares [Rs]	%age to Total Paid Up Value of net valid votes		
[a] Total voters/votes	406	394586578	3945865780			
[b] Less: Invalid/Abstain/Partial Abstain	7	3057	30570			
[c] Net Valid votes	399	394583521	3945835210	100.0000%		
[d] Votes with assent	373	394579912	3945799120	99.9991%		
[e] Votes with dissent	26	3609	36090	0.0009%		
<b>Resolution No 2 - APPOINTMENT OF Ms. SHRADHA SURI MARWAH AS INDEPENDENT DIRECTOR</b>						
Particulars	No. of Shareholders	No. of Equity Shares	Paid up Value of Equity shares [Rs]	%age to Total Paid Up Value of net valid votes		
[a] Total voters/votes	406	394586578	3945865780			
[b] Less: Invalid/Abstain/Partial Abstain	9	5383	53830			
[c] Net Valid votes	397	394581195	3945811950	100.0000%		
[d] Votes with assent	373	394577137	3945771370	99.9990%		
[e] Votes with dissent	24	4058	40580	0.0010%		
<b>Resolution No 3 - APPROVE ENTERING INTO RELATED PARTY TRANSACTION(S) WITH SUBSIDIARIES</b>						
Particulars	No. of Shareholders	No. of Equity Shares	Paid up Value of Equity shares [Rs]	%age to Total Paid Up Value of net valid votes		
[a] Total voters/votes	406	394586578	3945865780			
[b] Less: Invalid/Abstain/Partial Abstain	16	330086928	3300869280			
[c] Net Valid votes	390	64499650	644996500	100.0000%		
[d] Votes with assent	352	64478344	644783440	99.9670%		
[e] Votes with dissent	38	21306	213060	0.0330%		



**Details as per clause 35A of the Listing Agreement**

**Resolution No 1 - APPOINTMENT OF MR. RAVI UMESH MEHROTRA AS NON-EXECUTIVE NON INDEPENDENT DIRECTOR**

Promoter/Public	No. of shares held	No. of valid votes polled	%age of votes polled to total shares held	No of votes in favour	No. of votes against	%age of votes in favour to total votes polled	%age of votes against to total votes polled
	1	2	3 [2/1*100]	4	5 [2-4]	6 [4/2*100]	7 [5/2*100]
[a] Promoters/Promoter Group*	330225448	330081545	99.9564	330081545	0	100.0000	0
[b] Public - Institutional	55343309	49347343	89.1659	49347343	0	100.0000	0
[c] Public - Others	77236657	15154633	19.6210	15151024	3609	99.9762	0.0238
[d] Total	462805414	394583521	85.2591	394579912	3609	99.9991	0.0009

\* including Directors

**RESULT -%age**

99.9991 **IN FAVOUR**

0.0009 **AGAINST**

**100.0000**

**Resolution No 2 - APPOINTMENT OF Ms. SHRADHA SURI MARWAH AS INDEPENDENT DIRECTOR**

Promoter/Public	No. of shares held	No. of valid votes polled	%age of votes polled to total shares held	No of votes in favour	No. of votes against	%age of votes in favour to total votes polled	%age of votes against to total votes polled
	1	2	3 [2/1*100]	4	5 [2-4]	6 [4/2*100]	7 [5/2*100]
[a] Promoters/Promoter Group*	330225448	330081545	99.9564	330081545	0	100.0000	0
[b] Public - Institutional	55343309	49347343	89.1659	49347343	0	100.0000	0
[c] Public - Others	77236657	15152307	19.6180	15148249	4058	99.9732	0.0268
[d] Total	462805414	394581195	85.2586	394577137	4058	99.9990	0.0010

\* including Directors

**RESULT -%age**

99.9990 **IN FAVOUR**

0.0010 **AGAINST**

**100.0000**



**Resolution No 3 - APPROVE ENTERING INTO RELATED PARTY TRANSACTIONS WITH SUBSIDIARIES**

Promoter/Public	No. of shares held	No. of valid votes polled	%age of votes polled to total shares held	No of votes in favour	No. of votes against	%age of votes in favour to total votes polled	%age of votes against to total votes polled
	1	2	3 [2/1*100]	4	5 [2-4]	6 [4/2*100]	7 [5/2*100]
[a] Promoters/Promoter Group*	330225448	0	0	0	0	0	0
[b] Public - Institutional	55343309	49347343	89.1659	49347343	0	100.0000	0
[c] Public - Others	77236657	15152307	19.6180	15131001	21306	99.8594	0.1406
[d] Total	462805414	64499650	13.9367	64478344	21306	99.9670	0.0330
* including Directors							
<b>RESULT -%age</b>		<b>99.9670</b>	<b>IN FAVOUR</b>				
		<b>0.0330</b>	<b>AGAINST</b>				
		<b>100.0000</b>					