

**Fortis Healthcare Limited**

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

Tel : 0124 492 1033

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Emergency : 105010

Email : secretarial@fortishealthcare.com

Website : www.fortishealthcare.com

FHL/SEC/2020-21

December 14, 2020

**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), 2015

Dear Sir(s),

With reference to the Postal Ballot Notice dated November 12, 2020, following resolutions have been approved with requisite majority through e-voting: -

1. To approve amendment in loan agreement between Fortis Healthcare Limited ('the Company') and Fortis Hospitals Limited ('FHsL'), a wholly owned material subsidiary of the Company and to enable issue of equity shares by FHsL to the Company pursuant to the conversion of said loan (Special Resolution)
2. To approve amendment in terms of intra group Compulsory Convertible Preference Shares ('CCPS') between Fortis Hospitals Limited and Escorts Heart Institute and Research Centre Limited, wholly owned subsidiaries of the Company (Special Resolution).
3. To consider amendment in loan agreement between Fortis Hospitals Limited ('FHsL') and Fortis C-Doc Healthcare Limited ('Fortis C-Doc'), subsidiaries of the Company and to enable issue of Optionally Convertible Redeemable Preference Shares (OCRPS) by Fortis C-Doc to FHsL pursuant to the conversion of loan (Special Resolution).
4. To approve further investment by SRL Limited ('SRL') into SRL Diagnostics FZ-LLC (SRL FZ-LLC), a step-down subsidiary of the Company (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 Goel
Company Secretary
F6661**

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 November 2, 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 November 12, 2020:

S. No.	Type of Resolution	Particulars
1.	Special Resolution	To approve amendment in loan agreement between Fortis Healthcare Limited (‘the Company’) and Fortis Hospitals Limited (‘FHsL’), a wholly owned material subsidiary of the Company and to enable issue of equity shares by FHsL to the Company pursuant to the conversion of said loan.
2.	Special Resolution	To approve amendment in terms of intra group Compulsory Convertible Preference Shares (‘CCPS’) between Fortis Hospitals Limited and Escorts Heart Institute and Research Centre Limited, wholly owned subsidiaries of the Company.
3.	Special Resolution	To consider amendment in loan agreement between Fortis Hospitals Limited (‘FHsL’) and Fortis C-Doc Healthcare Limited (‘Fortis C-Doc’), subsidiaries of the Company and to enable issue of Optionally Convertible Redeemable Preference Shares (OCRPS) by Fortis C-Doc to FHsL pursuant to the conversion of loan.
4.	Special Resolution	To approve further investment by SRL Limited (‘SRL’) into SRL Diagnostics FZ-LLC (SRL FZ-LLC), a step-down subsidiary of the Company.

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 November 12, 2020 to its Members, whose names appeared in the Register of Members as on October 30, 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, in accordance with the applicable provisions of the Act and guidelines prescribed by the Ministry of Corporate Affairs for holding general meetings / conducting postal ballot process, vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020 and General Circular No. 33/2020 dated September 28, 2020 on account of COVID-19 ('MCA Circulars'), 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, October 30, 2020. However, 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 November 13, 2020 and Punjabi language Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on November 13, 2020.
4. The Members of the Company holding shares on October 30, 2020 had an option to vote either through Postal Ballot form(s) by returning the duly completed and signed postal ballot form via registered email id so as to reach the Scrutinizer via email at rastogiassociates7@gmail.com on or before 05.00 P.M. on December 12, 2020 or through e-voting facility.
5. The Members of the Company holding shares as on October 30, 2020 casted their vote on e-voting platform provided by KTPL at <https://evoting.kfintech.com/> and the e-voting was maintained by KTPL in electronic registry. None of the member opted for voting by returning the Postal Ballot form(s) via email.
6. 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.kfintech.com/>.

7. The e-votes were unblocked on December 12, 2020 at 05.00 P.M. in the presence of two witnesses who are not in the employment of the Company.
8. 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.
9. All votes cast through e-voting mode on or before 05:00 P.M. on December 12, 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.
10. 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.
11. A consolidated summary of the e-voting is as under:

Resolution 1: To approve amendment in loan agreement between Fortis Healthcare Limited ('the Company') and Fortis Hospitals Limited ('FHsL'), a wholly owned material subsidiary of the Company and to enable issue of equity shares by FHsL to the Company pursuant to the conversion of said loan.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	475075336	0	475075336	99.9956
Dissent	20872	0	20872	0.0044
Total	475096208	0	475096208	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: To approve amendment in terms of intra group Compulsory Convertible Preference Shares ('CCPS') between Fortis Hospitals Limited and Escorts Heart Institute and Research Centre Limited, wholly owned subsidiaries of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	475075625	0	475075625	99.9957
Dissent	20578	0	20578	0.0043
Total	475096203	0	475096203	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: To consider amendment in loan agreement between Fortis Hospitals Limited ('FHsL') and Fortis C-Doc Healthcare Limited ('Fortis C-Doc'), subsidiaries of the Company and to enable issue of Optionally Convertible Redeemable Preference Shares (OCRPS) by Fortis C-Doc to FHsL pursuant to the conversion of loan.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	475059856	0	475059856	99.9923
Dissent	36352	0	36352	0.0077
Total	475096208	0	475096208	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: To approve further investment by SRL Limited ('SRL') into SRL Diagnostics FZ-LLC (SRL FZ-LLC), a step-down subsidiary of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	475077362	0	475077362	99.9960
Dissent	18789	0	18789	0.0040
Total	475096151	0	475096151	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'.

12. The resolutions shall be deemed to have been passed on December 12, 2020, being the last date of casting vote through e-voting facility.

13. You may accordingly declare the result of the voting by e-voting facility.

Thanking You,
Yours' truly,

RAMIT RASTOGI
Digitally signed by
RAMIT RASTOGI
Date: 2020.12.14
13:13:33 +05'30'

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

Date : 14/12/2020
Place : New Delhi

UDIN: F006952B001485693

COUNTERSIGNED BY

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

Date: 14/12/2020
Place : Gurugram

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

(Clause 11 of the Report may be referred)

VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes cast	735*	475096208* ^	4750962080
b) Less: Invalid votes	0	0	0
c) Net Valid votes	735**	475096208	4750962080
d) Votes with assent	324	475075336	4750753360
e) Votes with dissent	411	20872	208720

* There were 4 (four) shareholders holding 73,174 (Seventy Three Thousand One Hundred and Seventy Four) Equity Shares who abstained from voting (i.e., logged on KFin e-voting platform but didn't cast vote) hence, not considered for above resolution.

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

^There was 1 (One) shareholder who less voted for 48 equity shares held by him.

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

(Clause 11 of the Report may be referred)

VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes cast	736*	475096203* ^	4750962030
b) Less: Invalid votes	0	0	0
c) Net Valid votes	736**	475096203	4750962030
d) Votes with assent	325	475075625	4750756250
e) Votes with dissent	411	20578	205780

* There were 4 (four) shareholders holding 73,174 (Seventy Three Thousand One Hundred and Seventy Four) Equity Shares who abstained from voting (i.e., logged on KFin e-voting platform but didn't cast vote) hence, not considered for above resolution.

**There were 2 (two) shareholders holding 140 (One Hundred Forty) equity shares, who partially voted in favour of the resolution and partially against the resolution.

^There was 1 (One) shareholder who less voted for 53 equity shares held by him.

A detailed summary of the e-voting/ Postal Ballot result is given herein below:
(Clause 11 of the Report may be referred)

VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes cast	735*	475096208* ^	4750962080
b) Less: Invalid votes	0	0	0
c) Net Valid votes	735**	475096208	4750962080
d) Votes with assent	321	475059856	4750598560
e) Votes with dissent	414	36352	363520

* There were 4 (four) shareholders holding 73,174 (Seventy Three Thousand One Hundred and Seventy Four) Equity Shares who abstained from voting (i.e., logged on KFin e-voting platform but didn't cast vote) hence, not considered for above resolution.

**There was 1 (one) shareholder holding 10 (ten) equity shares, who partially voted in favour of the resolution and partially against the resolution.

^There was 1 (One) shareholder who less voted for 48 equity shares held by him.

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

(Clause 11 of the Report may be referred)

VOTING THROUGH E-VOTING:			
Particulars	No. of share-Holders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes cast	733*	475096151* ^	4750961510
b) Less: Invalid votes	0	0	0
c) Net Valid votes	733	475096151	4750961510
d) Votes with assent	324	475077362	4750773620
e) Votes with dissent	409	18789	187890

* There were 5 (five) shareholders holding 73,224 (Seventy Three Thousand Two Hundred and Twenty Four) Equity Shares who abstained from voting (i.e., logged on KFin e-voting platform but didn't cast vote) hence, not considered for above resolution.

^There was 1 (One) shareholder who less voted for 55 equity shares held by him.

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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)	12-12-2020
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	02-11-2020
Date of Issuance of Report to the company	14-12-2020

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Voting results	
Record date	30-10-2020
Total number of shareholders on record date	116535
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	4
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				To approve amendment in loan agreement between Fortis Healthcare Limited (the Company) and Fortis Hospitals Limited ('FHSL'), a wholly owned material subsidiary of the Company and to enable issue of equity shares by FHSL to the Company pursuant to the conversion of said loan				
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							
	Postal Ballot (if applicable)							
	Total		235294117	235294117	100.0000	235294117	0	100.0000
Public-Institutions	E-Voting	374108516	210936007	56.3836	210936007	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		374108516	210936007	56.3836	210936007	0	100.0000
Public- Non Institutions	E-Voting	145555515	28866084	19.8317	28845212	20872	99.9277	0.0723
	Poll							
	Postal Ballot (if applicable)							
	Total		145555515	28866084	19.8317	28845212	20872	99.9277
Total		754958148	475096208	62.9301	475075336	20872	99.9956	0.0044
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	

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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				To Approve amendment in terms of Intra group Compulsory Convertible Preference Shares ('CCPS') between Fortis Hospitals Limited and Escorts Heart Institute and Research Centre Limited, wholly owned subsidiaries 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	235294117	100.0000	235294117	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		235294117	235294117	100.0000	235294117	0	100.0000
Public-Institutions	E-Voting	374108516	210936007	56.3836	210936007	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		374108516	210936007	56.3836	210936007	0	100.0000
Public- Non Institutions	E-Voting	145555515	28866079	19.8317	28845501	20578	99.9287	0.0713
	Poll							
	Postal Ballot (if applicable)							
	Total		145555515	28866079	19.8317	28845501	20578	99.9287
Total		754958148	475096203	62.9301	475075625	20578	99.9957	0.0043
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	

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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				to consider amendment in loan agreement between Fortis Hospitals Limited ('FHSL') and Fortis C-Doc Healthcare Limited ('Fortis C-Doc'), subsidiaries of the Company and to enable issue of Optionally Convertible Redeemable Preference Shares (OCRPS) by Fortis C-Doc to FHSL pursuant				
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							
	Postal Ballot (if applicable)							
	Total		235294117	235294117	100.0000	235294117	0	100.0000
Public-Institutions	E-Voting	374108516	210936007	56.3836	210936007	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		374108516	210936007	56.3836	210936007	0	100.0000
Public- Non Institutions	E-Voting	145555515	28866084	19.8317	28829732	36352	99.8741	0.1259
	Poll							
	Postal Ballot (if applicable)							
	Total		145555515	28866084	19.8317	28829732	36352	99.8741
Total		754958148	475096208	62.9301	475059856	36352	99.9923	0.0077
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	

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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				To approve further investment by SRL Limited ('SRL') into SRL Diagnostics FZ-LL (SRLFZ-LLC), 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	235294117	100.0000	235294117	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		235294117	235294117	100.0000	235294117	0	100.0000
Public-Institutions	E-Voting	374108516	210936007	56.3836	210936007	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total		374108516	210936007	56.3836	210936007	0	100.0000
Public- Non Institutions	E-Voting	145555515	28866027	19.8316	28847238	18789	99.9349	0.0651
	Poll							
	Postal Ballot (if applicable)							
	Total		145555515	28866027	19.8316	28847238	18789	99.9349
Total		754958148	475096151	62.9301	475077362	18789	99.9960	0.0040
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	