

**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/2021-22

September 23, 2021

**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 Sir(s),

With reference to the Postal Ballot Notice dated August 19, 2021, following resolutions have been approved with requisite majority through e-voting: -

1. To consider further investment by way of subscription by the Company in Redeemable Preference Shares (“RPS”) of Fortis La Femme Limited, a wholly owned subsidiary Company (Special Resolution).
2. To consider further investment by way of subscription in Redeemable Preference Shares (“RPS”) by Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (‘EHIRCL’) and Fortis Hospitals Limited (‘FHsL’) in step down subsidiaries viz Fortis Cancer Care Limited (‘FCCL’), Fortis Health Management (East) Limited (‘FHMELE’), Fortis Emergency Services Limited (‘FESL’), Fortis Healthstaff Limited (‘Healthstaff’) and Birdie & Birdie Realtors Private Limited (‘BBRPL’), as detailed thereunder (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’) by way of a resolution passed on August 19, 2021 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 August 19, 2021:

| S. No. | Type of Resolution | Particulars |
|--------|---------------------------|--|
| 1. | Special Resolution | To consider further investment by way of subscription by the Company in Redeemable Preference Shares (“RPS”) of Fortis La Femme Limited, a wholly owned subsidiary Company. |
| 2. | Special Resolution | To consider further investment by way of subscription in Redeemable Preference Shares (“RPS”) by Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (‘EHIRCL’) and Fortis Hospitals Limited (‘FHsL’) in step down subsidiaries viz Fortis Cancer Care Limited (‘FCCL’), Fortis Health Management East Limited (‘FHMELE’), Fortis Emergency Services Limited (‘FESL’), Fortis Healthstaff Limited (‘Healthstaff’) and Birdie & Birdie Realtors Private Limited (‘BBRPL’), as detailed thereunder. |

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 August 23, 2021 to its Members whose e-mail Ids were registered with the Company/ the Depositories and whose names appeared in the register of members/ list of beneficial owners as received from the Depositories as on August 13, 2021 ('cut-off date').
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 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 and General Circular no. 02/2021 dated 13th January 2021 ('MCA Circulars') and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January 2021 issued by the Securities and Exchange Board of India, 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, August 13, 2021 so as to facilitate them to exercise their votes on the items given in the Notice through electronic voting system only. However, to facilitate the shareholders who have not registered their E-mail ID for receipt of documents in electronic mode, to receive the notice and cast their vote electronically, the Company made an arrangement in which the shareholder was required to log on to <https://ris.kfintech.com/clientservices/postalballot/> to provide their Email ID and they would get an email with the link to participate in Remote E-voting.
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 August 24, 2021 and Punjabi language Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Mohali on August 24, 2021.
4. The Members of the Company holding shares on August 13, 2021 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 September 22, 2021 or through e-voting facility.
5. The Members of the Company holding shares as on August 13, 2021 casted their vote on e-voting platform provided by KFin Technologies Private Limited ("KTPL") (Formerly known as Karvy Fintech Private Limited) 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 September 22, 2021 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 September 22, 2021 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 consider further investment by way of subscription by the Company in Redeemable Preference Shares ("RPS") of Fortis La Femme Limited, a wholly owned subsidiary Company.

| Special Resolution | | | | |
|--------------------|-----------------------|---------------|-----------|------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Postal Ballot | Total | |
| Assent | 554842094 | 0 | 554842094 | 99.9903 |
| Dissent | 53654 | 0 | 53654 | 0.0097 |
| Total | 554895748 | 0 | 554895748 | 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 consider further investment by way of subscription in Redeemable Preference Shares (“RPS”) by Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited (‘EHIRCL’) and Fortis Hospitals Limited (‘FHsL’) in step down subsidiaries viz Fortis Cancer Care Limited (‘FCCL’), Fortis Health Management East Limited (‘FHMELE’), Fortis Emergency Services Limited (‘FESL’), Fortis Healthstaff Limited (‘Healthstaff’) and Birdie & Birdie Realtors Private Limited (‘BBRPL’), as detailed thereunder.

| Special Resolution | | | | |
|--------------------|-----------------------|---------------|-----------|------------|
| Particulars | Number of Valid Votes | | | Percentage |
| | e-Votes | Postal Ballot | Total | |
| Assent | 554841966 | 0 | 554841966 | 99.9903 |
| Dissent | 53696 | 0 | 53696 | 0.0097 |
| Total | 554895662 | 0 | 554895662 | 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’.

12. The resolutions shall be deemed to have been passed on September 22, 2021, 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,

COUNTERSIGNED BY

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

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

Date : 23/09/2021
Place : New Delhi

Date: 23/09/2021
Place : Gurugram

UDIN: F006952C000994598

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 | 1019* | 554895748* | 5548957480 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net Valid votes | 1019 | 554895748 | 5548957480 |
| d) Votes with assent | 908 | 554842094 | 5548420940 |
| e) Votes with dissent | 111 | 53654 | 536540 |

* There were 9 (Nine) shareholders holding 391 (Three Hundred and Ninety One) Equity Shares who abstained from voting (i.e., logged on KTPL e-voting platform but didn't cast vote) hence, not considered for above resolution.

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 | 1017* | 554895662* | 5548956620 |
| b) Less: Invalid votes | 0 | 0 | 0 |
| c) Net Valid votes | 1017 | 554895662 | 5548956620 |
| d) Votes with assent | 906 | 554841966 | 5548419660 |
| e) Votes with dissent | 111 | 53696 | 536960 |

* There were 11 (Eleven) shareholders holding 477 (Four Hundred and Seventy Seven) Equity Shares who abstained from voting (i.e., logged on KTPL e-voting platform but didn't cast vote) hence, not considered for above 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) | 22-09-2021 |
| 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 | 19-08-2021 |
| Date of Issuance of Report to the company | 23-09-2021 |

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| Voting results | |
|---|---------------------------|
| Record date | 13-08-2021 |
| Total number of shareholders on record date | 152815 |
| 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 | 2 |
| 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 consider further investment by way of subscription by the Company in Redeemable Preference Shares (RPS) of Fortis La Femme Limited, a wholly owned subsidiary 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 | | 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 | 347746490 | 270911074 | 77.9048 | 270911074 | 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 | | 347746490 | 270911074 | 77.9048 | 270911074 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 171917541 | 48690557 | 28.3220 | 48636903 | 53654 | 99.8898 | 0.1102 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 171917541 | 48690557 | 28.3220 | 48636903 | 53654 | 99.8898 |
| Total | | 754958148 | 554895748 | 73.5002 | 554842094 | 53654 | 99.9903 | 0.0097 |
| 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 consider turner investment by way of subscription in Redeemable Preference Shares ("RPS") by Wholly Owned Subsidiary Companies of the Company viz Escorts Heart Institute and Research Centre Limited ("EHRCI") and Fortis Hospitals Limited ("EHL") in step down subsidiaries viz Fortis | | | | |
| 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 | 347746490 | 270911074 | 77.9048 | 270911074 | 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 | | 347746490 | 270911074 | 77.9048 | 270911074 | 0 | 100.0000 |
| Public- Non Institutions | E-Voting | 171917541 | 48690471 | 28.3220 | 48636775 | 53696 | 99.8897 | 0.1103 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0.0000 | 0 | 0 | 0 | 0 |
| | Total | | 171917541 | 48690471 | 28.3220 | 48636775 | 53696 | 99.8897 |
| Total | | 754958148 | 554895662 | 73.5002 | 554841966 | 53696 | 99.9903 | 0.0097 |
| 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 | |