

**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/2023-24

January 3, 2024

The National Stock Exchange of India Ltd.
Scrip Symbol: FORTIS

BSE Limited
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 December 1, 2023, following resolutions have been approved with requisite majority through e-voting:

- a) Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Malar Hospitals Limited (“FMHL”), an Indirect/step down subsidiary of the Company (Special Resolution).
- b) Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Health Management Limited (“FHML”), a subsidiary of the Company (Special Resolution).
- c) Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Hospitalia Eastern Private Limited (“HEPL”), a step-down subsidiary of the Company (Special Resolution).
- d) Appointment of Dr. Prem Kumar Nair (DIN: 10348774) as a Non-Executive Director of the Company (Ordinary Resolution).

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

This is for your information and records.

Thanking you,

Yours sincerely,
For **Fortis Healthcare Limited**

Murlee Manohar Jain
Company Secretary
ICSI Membership: F9598

Encl : a/a

FORTIS HEALTHCARE LIMITED

Regd. Office : Fortis Hospital, Sector 62, Phase – VIII, Mohali – 160062
Tel : 0172-5096001, Fax : 0172-5096221, CIN : L85110PB1996PLC045933

MUKESH AGARWAL & CO.

(COMPANY SECRETARIES)

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

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 December 1, 2023 ("Notice") issued in accordance with various Circular Nos.14/2020, 17/2020, 20/2020, 21/2021 and 10/2022 dated 8 April, 2020, 13 April, 2020, 5 May, 2020, 14th December, 2021 and 28th December 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 and SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 12May, 2020, 15 January, 2021 and 5 January, 2023 respectively issued by the Securities and Exchange Board of India ("SEBI Circulars").

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 resolution 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, if any, via registered email id magarwalandco@gmail.com and verification of data and reports generated from the voting system provided by KFin Technologies Limited ("KFinTech") (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 January 1, 2024.

I submit my report as under:

1. In compliance with the provisions of the Act, LODR and MCA Circulars and SEBI Circulars, 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, November

24, 2023 ("Record Date"). The Company has completed dispatch of postal ballot notice electronically to its members on Saturday, December 2, 2023. 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 notice, form(s) etc. in English Daily "Financial Express" having countrywide circulation on December 3, 2023 and Punjabi Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on December 3, 2023.
3. The Members of the Company holding shares as on November 24, 2023 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 or electronically through e-voting facility on or before 05.00 P.M. on January 1, 2024 through e-voting facility.
4. The Members of the Company holding shares as on November 24, 2023 casted their vote on e-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 members opted for voting by returning the Postal Ballot form(s) via email.
5. The e-votes were unblocked on January 1, 2024 at 06:57 P.M. in the presence of two witnesses who are not in the employment of the Company.
6. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolutions were generated from the remote e-voting website of KFinTech, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFinTech and relied upon by me, data regarding the remote e-voting was scrutinized on a test check basis.
7. For the purpose of this report, details of shareholding as on cut-off date have been considered. In the 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 KFinTech, scrutinized on test-check basis, and relied upon by me as under:

Resolution 1:

Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Malar Hospitals Limited ("FMHL"), an Indirect/step down subsidiary of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	628081125		628081125	98.9632
Dissent	6580043		6580043	1.0368
Total	634661168	-	634661168	100

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

Resolution 2:

Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Health Management Limited ("FHML"), a subsidiary of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	628081149		628081149	98.9632
Dissent	6580019		6580019	1.0368
Total	634661168	-	634661168	100

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

Resolution 3:

Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Hospitalia Eastern Private Limited ("HEPL"), a step-down subsidiary of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	628081074		628081074	98.9632
Dissent	6580094		6580094	1.0368
Total	634661168	-	634661168	100

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

Resolution 4:

Appointment of Dr. Prem Kumar Nair (DIN:10348774) as a Non-Executive Director of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	609320630		609320630	96.0073
Dissent	25340035		25340035	3.9927
Total	634660665	-	634660665	100

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

Notes:-

- i. Aforesaid resolutions contained in the Notice were passed with requisite majority, as the case may be, 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 resolutions shall be deemed to have been passed on January 1, 2024, being the last date of casting vote.

**Thanking You
Yours' Truly**

**MUKESH
KUMAR
AGARWAL** Digitally signed by
MUKESH KUMAR
AGARWAL
Date: 2024.01.03
13:30:46 +05'30'

**CS Mukesh Kumar Agarwal
M.No.F-5991; C.P.No.:3851
Proprietor–Mukesh Agarwal & co
Practicing Company Secretaries
Date: 03/01/2024
Place: New Delhi
UDIN: F005991E003098025**

Countersigned By

**MURLEE
MANOHAR
JAIN** Digitally signed
by MURLEE
MANOHAR JAIN
Date: 2024.01.03
14:02:19 +05'30'

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

**Date: 03/01/2024
Place: Gurugram**

Annexure-A

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

Resolutio n	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballo ts	Votes	Ballots	Votes	Votes
1	ELE	709	634662867	627	628081125	73	6580043	0	0	*9	1690	#9
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTA L	709	634662867	627	628081125	73	6580043	0	0	9	1690	9

*There were 9 (Nine) shareholders holding 1690 (One Thousand Six Hundred and Ninety) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 10 (ten) Equity shares, voted only for 1 (One) Equity shares.

Annexure-B

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

Resolutio n	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballo ts	Votes	Ballots	Votes	Votes
2	ELE	709	634662867	630	628081149	70	6580019	0	0	*9	1690	#9
	PHY	0	0	0	0	0	0	0	0	0	0	0
	I POLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	709	634662867	630	628081149	70	6580019	0	0	9	1690	9

*There were 9 (Nine) shareholders holding 1690 (One Thousand Six Hundred and Ninety) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 10 (ten) Equity shares, voted only for 1 (One) Equity shares.

Annexure-C

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

Resolutio n	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballo ts	Votes	Ballots	Votes	Votes
3	ELE	709	634662867	626	628081074	74	6580094	0	0	*9	1690	#9
	PHY	0	0	0	0	0	0	0	0	0	0	0
	I POLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	709	634662867	626	628081074	74	6580094	0	0	9	1690	9

*There were 9 (Nine) shareholders holding 1690 (One Thousand Six Hundred and Ninety) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 10 (ten) Equity shares, voted only for 1 (One) Equity shares.

Annexure-D

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

Resolutio n	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballo ts	Votes	Ballots	Votes	Votes
4	ELE	709	634662867	613	609320630	90	25340035	0	0	*10	2190	#12
	PHY	0	0	0	0	0	0	0	0	0	0	0
	I POLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	709	634662867	613	609320630	90	25340035	0	0	10	2190	12

*There were 10 (Ten) shareholders holding 2190 (Two Hundred One Hundred and Ninety) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 4 (Four) shareholders holding 1266389 (Twelve Lacs Sixty Six Thousand Three Hundred and Eighty Nine) Equity shares, voted only for 1266377 (Twelve Lacs Sixty Six Thousand Three Hundred and Seventy Seven) Equity shares.

^ There was 4 (Four) shareholders 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)	01-01-2024
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mr. Mukesh Agarwal
Firms Name	M/s Mukesh Agarwal & Co.
Qualification	CS
Membership Number	F5991
Date of Board Meeting in which appointed	01-12-2023
Date of Issuance of Report to the company	03-01-2023

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Voting results	
Record date	24-11-2023
Total number of shareholders on record date	145551
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				Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Malar Hospitals Limited ("FMHL"), an Indirect/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		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	375818729	329977819	87.8024	323404486	6573333	98.0079	1.9921
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		375818729	329977819	87.8024	323404486	6573333	98.0079
Public- Non Institutions	E-Voting	143845302	69389232	48.2388	69382522	6710	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		143845302	69389232	48.2388	69382522	6710	99.9903
Total		754958148	634661168	84.0657	628081125	6580043	98.9632	1.0368
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				Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Fortis Health Management Limited ("FHML"), a 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		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	375818729	329977819	87.8024	323404486	6573333	98.0079	1.9921
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		375818729	329977819	87.8024	323404486	6573333	98.0079
Public- Non Institutions	E-Voting	143845302	69389232	48.2388	69382546	6686	99.9904	0.0096
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		143845302	69389232	48.2388	69382546	6686	99.9904
Total		754958148	634661168	84.0657	628081149	6580019	98.9632	1.0368
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				Divestment proposal of the Fortis Malar Hospital and transactions in relation thereto to be entered into by Hospitalia Eastern Private Limited ("HEPL"), 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		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	375818729	329977819	87.8024	323404486	6573333	98.0079	1.9921
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		375818729	329977819	87.8024	323404486	6573333	98.0079
Public- Non Institutions	E-Voting	143845302	69389232	48.2388	69382471	6761	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		143845302	69389232	48.2388	69382471	6761	99.9903
Total		754958148	634661168	84.0657	628081074	6580094	98.9632	1.0368
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Dr. Prem Kumar Nair (DIN:10348774) as a Non-Executive 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	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	375818729	329977816	87.8024	304644528	25333288	92.3227	7.6773
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		375818729	329977816	87.8024	304644528	25333288	92.3227
Public- Non Institutions	E-Voting	143845302	69388732	48.2384	69381985	6747	99.9903	0.0097
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		143845302	69388732	48.2384	69381985	6747	99.9903
Total		754958148	634660665	84.0657	609320630	25340035	96.0073	3.9927
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	