



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

April 1, 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 February 7, 2024, following resolutions have been approved with requisite majority through e-voting:

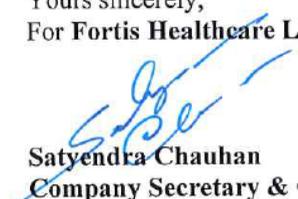
1. Proposal for intra-group transfer of Fortis Mohali Hospital and transactions in relation thereto to be entered into by Escorts Heart and Super Specialty Hospital Limited (“EHSSHL”), a wholly owned subsidiary of the Company.
2. Proposal for intra-group transfer of land parcel adjacent to Fortis Mohali Hospital owned by International Hospital Limited (“IHL”), a wholly owned subsidiary of the Company, to the Company and transactions in relation thereto entered into by IHL.
3. Issuance of Optionally Convertible Redeemable Non-cumulative Preference Shares (“OCRPS”) by Fortis Health Management Limited (“FHML”) to International Hospitals Limited (“IHL”) in lieu of cancellation of Optionally Convertible Debentures (“OCD’s”) issued by FHML to IHL.

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

This is for your information and record.

Thanking you,
Yours sincerely,

For **Fortis Healthcare Limited**


Satyendra Chauhan
Company Secretary & Compliance Officer

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

Dated. 01/04/2024

Ref. No.

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 February 7, 2024 ("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 12 May, 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 K Fin 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 March 30, 2024.

I submit my report asunder:



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, February 23, 2024 ("Record Date"). The Company has completed dispatch of postal ballot notice electronically to its members on Saturday, February 29, 2024. 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 "Business standard" having countrywide circulation on March 1, 2024 and Punjabi Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on March 1, 2024.
3. The Members of the Company holding shares as on February 23, 2024 had an option to vote either through Postal Ballot form(s) by returning the duly completed and signed postal ballot form 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 March 30, 2024 through e-voting facility.
4. The Members of the Company holding shares as on February 23, 2024 casted their vote one-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 March 30, 2024 at 05:38 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:

Proposal for Intra-group transfer of Fortis Mohali Hospital and transactions in relation thereto to be entered into by Escorts Heart and Super Specialty Hospital Limited ("EHSSHL"), a wholly owned subsidiary of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	643325035	-	643325035	99.9960
Dissent	25605	-	25605	0.0040
Total	643350640	-	643350640	100

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



Resolution 2:

Proposal for Intra-group transfer of land parcel adjacent to Fortis Mohali Hospital owned by International Hospital Limited ("IHL"), a wholly owned subsidiary of the Company, to the Company and transactions in relation thereto entered into by IHL.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	643324691	-	643324691	99.9960
Dissent	25948	-	25948	0.0040
Total	643350639	-	643350639	100

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

Resolution 3:

Issuance of Optionally Convertible Redeemable Non-cumulative Preference Shares ("OCRPS") by Fortis Health Management Limited ("FHML") to International Hospitals Limited ("IHL") in lieu of cancellation of Optionally Convertible Debentures ("OCD's") issued by FHML to IHL.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	640921844	-	640921844	99.6225
Dissent	2428795	-	2428795	0.3775
Total	643350639	-	643350639	100

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



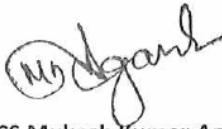
A handwritten signature in black ink, appearing to be 'V. J.' or similar, written over the circular stamp.

Notes:-

- i. Aforesaid resolutions contained in the Notice were passed with requisite majority, as the case maybe, 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. Satyendra Chauhan, Company Secretary & 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 March 30, 2024, being the last date of casting vote.

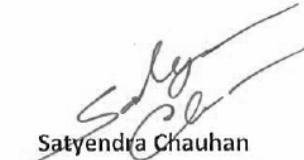
Thanking You
Yours' Truly



CS Mukesh Kumar Agarwal
M.No.F-5991;C.P.No.:3851
Proprietor-Mukesh Agarwal & co
Practicing Company Secretaries
Date: 01/04/2024
Place: New Delhi
UDIN: F005991F000001481



Countersigned By



Satyendra Chauhan
(Company Secretary)
M.No.-A14783

Date: 01/04/2024
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	Ballots	Vote s	Ballots	Votes	Votes
I	ELE	768	643477194	714	643325035	47	25605	0	0	8	4211	122343
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	768	643477194	714	643325035	47	25605	0	0	8	4211	122343

^ There was 1 (One) shareholder who partially voted in favour of resolution and partially against the resolution.

*There were 8 (Eight) shareholders holding 4211 (Four Thousand Two Hundred and Eleven) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 122344 (One Lacs Twenty Two Thousand Three Hundred and Forty Four) 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:

Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
2	ELE	768	643477194	710	643324691	49	25948	0	0	9	4212	*122343
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	768	643477194	710	643324691	49	25948	0	0	9	4212	122343

*There were 9 (Nine) shareholders holding 4212 (Four Thousand Two Hundred and Twelve) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 122344 (One Lacs Twenty Two Thousand Three Hundred and Forty Four) 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:

Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid		Abstain		Less Voted
				Ballots	Votes	Ballots	Votes	Ballots	Votes	Ballots	Votes	Votes
3	ELE	768	643477194	686	640921844	74	2428795	0	0	9	4212	122343
	PHY	0	0	0	0	0	0	0	0	0	0	0
	IPOLL	0	0	0	0	0	0	0	0	0	0	0
	TOTAL	768	643477194	686	640921844	74	2428795	0	0	9	4212	122343

^ There was 1 (One) shareholder who partially voted in favour of resolution and partially against the resolution.

*There were 9 (Nine) shareholders holding 4212 (Four Thousand Two Hundred and Twelve) Equity Shares who abstained from voting hence, not considered for above resolution.

There was 1 (One) shareholder holding 122344 (One Lacs Twenty Two Thousand Three Hundred and Forty Four) Equity shares, voted only for 1 (One) Equity shares.



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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)	30-03-2024
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	07-02-2024
Date of Issuance of Report to the company	01-04-2024

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Voting results	
Record date	23-02-2024
Total number of shareholders on record date	158574
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	3
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				Proposal for intra-group transfer of Fortis Monash Hospital and transactions in relation thereto to be entered into by Escorts Heart and Super Specialty Hospital Limited ("EHSSHL"), a wholly owned 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	384697333	345043892	89.6923	345043892	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		384697333	345043892	89.6923	345043892	0	100.0000
Public- Non Institutions	E-Voting	134966698	63012631	46.6875	62987026	25605	99.9594	0.0406
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		134966698	63012631	46.6875	62987026	25605	99.9594
Total		754958148	643350640	85.2167	643325035	25605	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	

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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				Proposal for intra-group transfer of land parcel adjacent to Fortis Monah Hospital owned by International Hospital Limited ("IHL"), a wholly owned subsidiary of the Company, to the Company and transactions in relation thereto entered into by IHL				
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	384697333	345043892	89.6923	345043892	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		384697333	345043892	89.6923	345043892	0	100.0000
Public- Non Institutions	E-Voting	134966698	63012630	46.6875	62986682	25948	99.9588	0.0412
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		134966698	63012630	46.6875	62986682	25948	99.9588
Total		754958148	643350639	85.2167	643324691	25948	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	

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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				Issuance or Optionally Convertible Redeemable Non-cumulative Preference Shares ("OCRPS") by Fortis Health Management Limited ("FHML") to International Hospitals Limited ("IHL") in lieu of cancellation of Optionally Convertible Debentures ("OCDS") issued by FHML to IHL				
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	384697333	345043892	89.6923	342681375	2362517	99.3153	0.6847
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		384697333	345043892	89.6923	342681375	2362517	99.3153
Public- Non Institutions	E-Voting	134966698	63012630	46.6875	62946352	66278	99.8948	0.1052
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		134966698	63012630	46.6875	62946352	66278	99.8948
Total		754958148	643350639	85.2167	640921844	2428795	99.6225	0.3775
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	