

FMHL/SE/FEBRUARY 2022

FEBRUARY 18, 2022

The General Manager
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code: 523696

Dear Sir(s),

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 January 11, 2022, circulated by the Company on January 18, 2022 for seeking approval of the members of the Company on following proposals: -

- a) To consider appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a Director of the Company. (Ordinary Resolution)
- b) To consider appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a Whole-time Director of the Company. (Special Resolution)
- c) To consider and approve entering into Material Related Party Transaction under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. (Ordinary Resolution)
- d) To consider and approve entering into Material Related Party Transaction under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. (Special Resolution)

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

This is for your information and records please.

Thanking you,

Yours faithfully,

For Fortis Malar Hospitals Limited

SANDEE Digitally signed by
SANDEEP SINGH
Date: 2022.02.18
12:36:14 +05'30'

Sandeep Singh
Company Secretary & Compliance Officer
Membership No.: F9877

Encl: as above

MUKESH AGARWAL & CO.

(COMPANY SECRETARIES)

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

Ref. No.

Dated.....

Scrutinizer Report

To,
The Chairman
FORTIS MALAR HOSPITALS LIMITED
CIN: L85110PB1989PLC045948
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 MALAR HOSPITALS 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 January 11, 2022 ("Notice") issued in accordance with various General Circulars issued 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, General Circular no. 02/2021 dated January 13, 2021 and General Circular no. 10/2021 dated June 23, 2021 ("MCA Circulars") and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India.

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 resolutions 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 via registered email ids magarwalandco@gmail.com and teammagarwalandco@gmail.com and verification of data and reports generated from the voting system provided by KFin Technologies Private Limited ("KFin Tech")(Formerly known as Karvy Fintech 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 February 17, 2022.

I submit my report as under:

1. In compliance with the provisions of the Act, LODR and MCA Circulars and SEBI Circulars in view of COVID-19, 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, January 7, 2022 ("Record Date"). The Company has completed dispatch of postal ballot notice electronically to its members on January 18, 2022. 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 form(s), notices etc. in English Daily "Financial Express" having countrywide circulation on January 19, 2022 and Punjabi Daily (being vernacular language of Punjab) "Rozana Spokesman" having wide circulation in Punjab on January 19, 2022.
3. The Members of the Company holding shares on January 7, 2022 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 and teammagarwalandco@gmail.com on or before 05.00 P.M. on February 17, 2022 or through e-voting facility.
4. The Members of the Company holding shares as on January 7, 2022 casted their vote one-voting platform provided by KTPL at <https://evoting.kfintech.com/> and the e-voting was maintained by KFin Tech in electronic registry. None of the member opted for voting by returning the Postal Ballot form(s) via email.
5. The e-votes were unblocked on February 17, 2022 at 05.13 P.M. in the presence of two witnesses who are not in the employment of the Company. They have signed below for the confirmation of the same.



Ruchi Singh



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6. Thereafter, the details containing, inter alia, the list of Members who voted "in favour" or "against" on the resolution were generated from the remote e-voting website of KFin Tech, i.e., <https://evoting.kfintech.com>. Based on the report generated by KFin Tech and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. 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.
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 KFin Tech, scrutinized on test-check basis, and relied upon by me as under:

Resolution 1: To consider appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a Director of the Company.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	13097592	-	13097592	99.9893
Dissent	1396	-	1396	0.0107
Total	13098988	-	13098988	100

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



Resolution 2: To consider appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a Whole-time Director of the Company.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	13097117	-	13097117	99.9857
Dissent	1871	-	1871	0.0143
Total	13098988	-	13098988	100

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

Resolution 3: To consider and approve entering into Material Related Party Transaction under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.

Ordinary Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	1342181	-	1342181	99.6728
Dissent	4406	-	4406	0.3272
Total	1346587	-	1346587	100

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

Resolution 4: To consider and approve entering into Material Related Party Transaction under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	13094582	-	13094582	99.9664
Dissent	4407	-	4407	0.0336
Total	13098989	-	13098989	100

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

Notes: -



- i. Aforesaid resolutions contained in the Notice are passed with requisite majority 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. Sandeep Singh, Company Secretary and Compliance Officer, for preserving safely after the Chairman considers, approves and signs the minutes of the Postal Ballot.

9. The resolution shall be deemed to have been passed on February 17, 2022, being the last date of casting vote through e-voting facility.

Thanking You
Yours' Truly

CS Mukesh Kumar Agarwal



M. No. F-5991; C.P.No.:3851
Proprietor—Mukesh Agarwal & co
Practicing Company Secretaries
Date: 18/02/2022
Place: New Delhi
UDIN: F005991C002625498

Counter signed By

SANDEE P SINGH Digitally signed by
SANDEEP SINGH
Date: 2022.02.18
12:34:47 +05'30'

Sandeep Singh

(Company Secretary)
M. No. F-9877

Date: 18/02/2022
Place: Gurugram

Annexure-A

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

Resolution 1	Mode	Ballot Received	Total shares	Favour		Against		Invalid		Abstain		Less Voted
	ELE	55	13099013	30	13097592	23	1396	0	0	2	25*	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
Total		55	13099013	30	13097592	23	1396	0	0	2	25	0

*There were 2 (Two) shareholders holding 25 (Twenty Five) Equity Shares who abstained from voting hence, not considered for above resolution.



Annexure-B

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

Resolution 2	Mode	Ballot Received	Total shares	Favour		Against		Invalid		Abstain		Less Voted
	ELE	55	13099013	29	13097117	24	1871	0	0	2	25*	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
Total		55	13099013	29	13097117	24	1871	0	0	2	25	0

* There were 2 (Two) shareholders holding 25 (Twenty Five) Equity Shares who abstained from voting hence, not considered for above resolution.



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

Resolution 3	Mode	Ballot Received	Total shares	Favour		Against		Invalid		Abstain		Less Voted
	ELE	55	13099013	28	1342181	25	4406	0	0	2	11752426*	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
Total		55	13099013	28	1342181	25	4406	0	0	2	11752426	0

*There were 2 (Two) shareholders holding 1,17,52,426 (One Crore Seventeen Lacs Fifty Two Thousand Four Thousand and Twenty Six) Equity Shares who abstained from voting hence, not considered for above resolution.



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

Resolution 4	Mode	Ballot Received	Total shares	Favour		Against		Invalid		Abstain		Less Voted
	ELE	55	13099013	28	13094582	26	4407	0	0	1	24*	0
	PHY	0	0	0	0	0	0	0	0	0	0	0
Total		55	13099013	28	13094582	26	4407	0	0	1	24	0

*There is 1 (One) shareholder holding 24 (Twenty Four) Equity Shares who abstained from voting hence, not considered for above resolution.



XBRL Excel Utility	
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2.	Before you begin
3.	Index
4.	Import XBRL file
5.	Steps for Filing Voting Result
6.	Fill up the data in excel utility

1. Overview

The excel utility can be used for creating the XBRL/XML file for filing of Voting Result

XBRL filing consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com) .

2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.

3. Index

1	Details of general information about company	General Info
2	Voting Result By Companies	Voting Results
3	Voting Result Format	Resolutions

4. Import XBRL file

1. Now you can import and view previously generated XBRL files by clicking Import XBRL button on General

5. Steps for Filing Voting Result

I. Fill up the data: Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)

- Use paste special command to paste data from other sheet.
- Use "Home" button (cntrl + H) to toggle between the sheets.

II. Validating Sheets: Click on the "Validate " button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.

III. Validate All Sheets: Click on the "Home" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

IV. Generate XML : Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on 'Generate XML' to generate XBRL/XML file.

- Save the XBRL/XML file in your desired folder in local system.

V. Generate Report : Excel Utility will allow you to generate Report. Now click on 'Generate Report' to generate html report.

- Save the HTML Report file in your desired folder in local system.
- To view HTML Report open "Chrome Web Browser" .
- To print report in PDF Format, Click on print button and save as PDF.

VI. Upload XML file to BSE Listing Center: For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

6. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes

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General information about company

Scrip code	523696
NSE Symbol	
MSEI Symbol	
ISIN	INE842B01015
Name of the company	Fortis Malar Hospitals Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	17-02-2022
Start time of the meeting	
End time of the meeting	

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Scrutinizer Details

Name of the Scrutinizer	Mukesh Kumar Agarwal
Firms Name	Mukesh Agarwal & Co., Practicing Company Secretaries
Qualification	CS
Membership Number	5991
Date of Board Meeting in which appointed	11-01-2022
Date of Issuance of Report to the company	18-02-2022

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Voting results	
Record date	07-01-2022
Total number of shareholders on record date	18173
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a 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	11752402	11752402	100.0000	11752402	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		11752402	11752402	100.0000	11752402	0	100.0000
Public- Institutions	E-Voting	13500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6975857	1346586	19.3035	1345190	1396	99.8963	0.1037
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975857	1346586	19.3035	1345190	1396	99.8963
Total		18741759	13098988	69.8920	13097592	1396	99.9893	0.0107
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 appointment of Mr. Chandrasekar Ramasamy (DIN: 09414564) as a Whole-time 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	11752402	11752402	100.0000	11752402	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		11752402	11752402	100.0000	11752402	0	100.0000
Public- Institutions	E-Voting	13500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6975857	1346586	19.3035	1344715	1871	99.8611	0.1389
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975857	1346586	19.3035	1344715	1871	99.8611
Total		18741759	13098988	69.8920	13097117	1871	99.9857	0.0143
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)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To consider and approve entering into Material Related Party Transaction under SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015.				
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	11752402	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		11752402	0	0.0000	0	0	0.0000
Public- Institutions	E-Voting	13500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6975857	1346587	19.3035	1342181	4406	99.6728	0.3272
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975857	1346587	19.3035	1342181	4406	99.6728
Total		18741759	1346587	7.1850	1342181	4406	99.6728	0.3272
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 consider and approve entering into Material Related Party Transaction under SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.				
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	11752402	11752402	100.0000	11752402	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		11752402	11752402	100.0000	11752402	0	100.0000
Public- Institutions	E-Voting	13500	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13500	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	6975857	1346587	19.3035	1342180	4407	99.6727	0.3273
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		6975857	1346587	19.3035	1342180	4407	99.6727
Total		18741759	13098989	69.8920	13094582	4407	99.9664	0.0336
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	