

April 28, 2017

FMHL/SEC/SE/APR'17

Department of Corporate Services  
BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

Scrip Code: 523696

Dear Sir,

**Sub: Intimation of Proceedings and Results of Tribunal Convened Meetings under the SEBI (Listing Obligations and Disclosures Requirements) Regulation, 2015 (“Listing Regulations”)**

This is with further reference to our intimation dated March 27, 2017 enclosing the Notice and Explanatory Statement of Tribunal Convened Meeting of the equity shareholders of Fortis Malar Hospitals Limited (“Company”) (“Equity Shareholders’ Meeting”) for approval of the Composite Scheme of Arrangement and Amalgamation between Fortis Healthcare Limited (“FHL”), SRL Limited (“SRL”), Company and their respective shareholders and creditors under the provision of Sections 230 to 232 of the Companies Act, 2013 (“Act”) (corresponding to Sections 391-394 of the Companies Act, 1956), read with Section 52 and Section 66 of the Act (corresponding to Sections 100 to 103 of the Companies Act, 1956) and any other applicable provisions of the Act or Companies Act, 1956 (including any statutory modification(s) or re-enactment thereof, for the time being in force) (the “Scheme”).

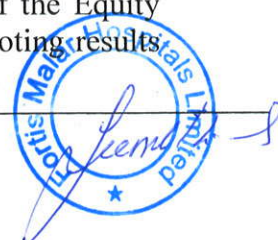
The Equity Shareholders’ Meeting was convened on April 27, 2017, as per the order of the Chandigarh Bench of the National Company Law Tribunal dated February 21, 2017, for approving the proposed Scheme (“Order”). Separately, the unsecured creditors of the Company approved the Scheme in the meeting of unsecured creditors convened on April 26, 2017, as per the Order.

The shareholders were provided with the facility of voting on the resolutions by poll (through poll papers), remote e-voting through M/s Karvy Computershare Private Limited and by way of postal ballot, and unsecured creditors were provided with the facility of voting on the resolutions by poll (through poll papers), in accordance with the Order.

We would like to inform you that the resolutions for approval of the Scheme are approved by the shareholders and unsecured creditors of the Company with the requisite majority. We are enclosing herewith the Consolidated Scrutinizer’s report and Voting Results of the Equity Shareholders’ Meeting as **Annexure 1** and Scrutinizer’s report specifying the voting results of the Unsecured Creditors’ Meeting as **Annexure 2**, respectively.

**FORTIS MALAR HOSPITALS LIMITED**

Regd. Office: Fortis Hospital, Sector 62, Phase – VIII, Mohali-160062  
Tel: 0172-5096001 / Fax: 0172-5096002, CIN: L85110PB1989PLC045948



Shareholders' Meeting as **Annexure 1** and Scrutinizer's report specifying the voting results of the Unsecured Creditors' Meeting as **Annexure 2**, respectively.

This letter and enclosures are provided in accordance with the requirements of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 including Regulation 44 thereof.

Kindly take the same on record.

**Yours faithfully,**  
**For Fortis Malar Hospitals Limited**

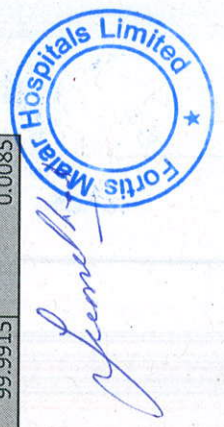
  
**Sumit Goel**  
Company Secretary



ANNEXURE - I

Date of the AGM/EGM	FORTIS MALAR HOSPITALS LTD
Total number of shareholders on record date	27-04-2017
No. of shareholders present in the meeting either in person or through proxy:	21333
Promoters and Promoter Group:	7
Public:	1851
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	Approval of Composite Scheme of Arrangement and Amalgamation between Fortis Healthcare Limited, SRL Limited and Fortis Malar Hospitals Limited and their respective shareholders and creditors										
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting										
Promoter and Promoter Group	E-Voting	No. of votes polled (2)	11753202	No. of Votes – in favour (4)	11753202	No. of Votes – against (5)	0	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	100.0000	% of Votes against on votes polled (7)=[(5)/(2)]*100	0.0000
	Poll		0	0	0	0	0	0.0000	0.0000	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	0.0000	0.0000	
	Total		11753202	11753202	11753202	0	0	100	100.0000	0	0.0000
Public- Institutions	E-Voting										
	Poll										
	Postal Ballot (if applicable)	86000									
	Total										
Public- Non Institutions	E-Voting		4200		0.0615	4200	0	100.0000			
	Poll		328		0.0048	328	0	100.0000			
	Postal Ballot (if applicable)		8763		0.1284	7763	1000	88.5883		11.4116	
	Total		13291		0.1947	12291	1000	92.4761		7.5239	
Total		18664259	11766493	11765493	63.0429	11765493	1000	99.9915		0.0085	



**VISHAL ARORA**

B.COM. F.C.S., M.F.C. PGDIPR

**REPORT OF THE SCRUTINIZER OF THE TRIBUNAL CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF FORTIS MALAR HOSPITALS LIMITED HELD ON THURSDAY, APRIL 27, 2017 AT 2.30 PM AT NATIONAL INSTITUTE OF PHARMACEUTICAL EDUCATION AND RESEARCH, SECTOR 67, SAS NAGAR, MOHALI, PUNJAB - 160 062**

To,  
**Justice (Retired) K.S. Garewal**  
 Chairperson  
 Tribunal Convened Meeting of the Equity Shareholders of  
 Fortis Malar Hospitals Limited  
 Held on Thursday, April 27, 2017 at 2.30 PM at National Institute of Pharmaceutical  
 Education and Research, Sector 67, SAS Nagar, Mohali, Punjab - 160 062

**Dr. Rajansh Thukral**  
 Alternate Chairperson  
 Tribunal Convened Meeting of the Equity Shareholders of  
 Fortis Malar Hospitals Limited  
 Held on Thursday, April 27, 2017 at 2.30 PM at National Institute of Pharmaceutical  
 Education and Research, Sector 67, SAS Nagar, Mohali, Punjab - 160 062

Sub: Consolidated Scrutinizer's Report on voting in person, by proxy, through postal ballot and through electronic means for the Tribunal Convened Meeting of the Equity Shareholders of Fortis Malar Hospitals Limited held on Thursday, April 27, 2017 at 2.30 PM at National Institute of Pharmaceutical Education and Research, Sector 67, SAS Nagar, Mohali, Punjab - 160 062

Dear Sirs,

I, Vishal Arora, Company Secretary, appointed as Scrutinizer for the purpose of the meetings conducted as per directions and order of the Chandigarh Bench of the National Company Law Tribunal dated February 21, 2017, for approving the composite scheme of arrangement and amalgamation proposed to be made between Fortis Malar Hospitals Limited ("Company"), Fortis Healthcare Limited and SRL Limited, and their respective shareholders and creditors ("Scheme"), pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (corresponding to Sections 391-394 of the Companies Act, 1956) and any other provisions of the Companies Act, 2013 or Companies Act, 1956, as applicable (including any statutory modification(s) or re-enactment thereof), at the Tribunal convened meeting of the Equity Shareholders of the Company, held on Thursday, April 27, 2017 at 2.30 PM at National Institute of Pharmaceutical Education and Research, Sector 67, SAS Nagar, Mohali, Punjab - 160 062 ("Meeting"), submit my report as under:

H.No 651, Top Floor, Sector 8-B, Chandigarh  
 Phone No. 0172 4644288, Mob No. 9814296288  
 Email: [csvishalarora@yahoo.in](mailto:csvishalarora@yahoo.in), [csteamva@gmail.com](mailto:csteamva@gmail.com)



## VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

1. Before the start of the Meeting, the Equity Shareholders/ persons attending the Meeting on behalf of the Equity Shareholders were verified by way of their identity proofs and the Board Resolutions/ authority letters executed on their behalf.
2. It was observed that the Quorum for the Meeting was complete and present, and as such the Meeting was called to order and accordingly votes were cast by poll.
3. After the time fixed for closing of the poll by the Chairperson, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in my presence and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by M/s Karvy Computershare Private Limited, the Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
5. The ballot papers, which were incomplete and/ or which were otherwise found defective have been treated as invalid and kept separately.
6. I now submit my consolidated report on the results of voting to approve the Scheme through voting by poll, through postal ballot and through electronic means:

(a) Voting through poll

(i) Voted in favour of the Resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% in value of total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes cast (in terms of the number of shares held) cast by them
24	0.0048%	328	100%

(ii) Voted against of the Resolution:

Number of members present and voting (in person or by proxy or by authorized representative)	% in value of total number of members present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes cast (in terms of the number of shares held) cast by them
NIL			

H.No 651, Top Floor, Sector 8-B, Chandigarh  
Phone No. 0172 4644288, Mob No. 9814296288  
Email: [csvishalarora@yahoo.in](mailto:csvishalarora@yahoo.in), [csteamva@gmail.com](mailto:csteamva@gmail.com)

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## VISHAL ARORA

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(iii) Invalid votes:

Total number of members (in person or by proxy) whose votes were declared invalid.	Total number of votes cast by them
20	0

The postal ballots were treated as invalid because the Equity Shareholders/ persons present on behalf of the Equity Shareholders had not mentioned the number of equity shares in the ballot papers and/ or ballot papers were incomplete.

(b) Voting by postal ballot and e-voting

I refer to my report dated April 26, 2017, setting out the results of the votes cast by postal ballot and e-voting (enclosed as Annexure A to this Report). The details of the votes cast by postal ballot and e-voting to approve the Scheme are also being reproduced as under:

(i) Voted in favour of the Resolution:

Number of members who voted through e-voting and postal ballot	% in value of total number of members who voted through e-voting and postal ballot	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes cast (in terms of the number of shares held) cast by them
48	63.03%	1,17,65,165	99.991%

(ii) Voted against of the Resolution:

Number of members who voted through e-voting and postal ballot	% in value of total number of members who voted through e-voting and postal ballot	Number of votes (in terms of the number of shares held by them) cast by them	% of total number of votes cast (in terms of the number of shares held) cast by them
1	0.005%	1000	0.009%



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(iii) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
1	100

7. A Compact Disc (CD) containing a list of Equity Shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for the resolution is enclosed.
8. The ballot papers, papers relating to voting through postal ballot and through electronic means, and all other relevant records were sealed and handed over to Mr. Sumit Goel, the Company Secretary and the authorized representative of the Company, for safe keeping.
9. You may accordingly declare that the resolution for approving the Scheme has been approved by requisite majority.

Thanking you,

Yours faithfully,  
**Vishal Arora,**  
Company Secretary  
FCS 4566  
CP No. 3645



Place: Mohali  
Dated: 27.04.2017

**VISHAL ARORA**

B.COM. F.C.S., M.F.C. PGDIPR

**REPORT OF THE SCRUTINIZER OF THE TRIBUNAL CONVENED MEETING OF THE UNSECURED CREDITORS OF FORTIS MALAR HOSPITALS LIMITED HELD ON WEDNESDAY, APRIL 26, 2017 AT 4:30 PM AT AUDITORIUM, FORTIS HOSPITAL, SECTOR 62, PHASE VIII, MOHALI PUNJAB-160062**

To,

Justice (Retired) K.S. Garewal

Chairperson

Tribunal Convened Meeting of the Unsecured Creditors of  
Fortis Malar Hospitals LimitedHeld on Wednesday, April 26, 2017 at 4:30 PM at Auditorium, Fortis Hospital, Sector 62,  
Phase VIII, Mohali Punjab-160062

Dr. Rajansh Thukral

Alternate Chairperson

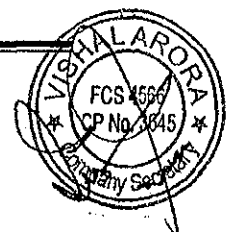
Tribunal Convened Meeting of the Unsecured Creditors of  
Fortis Malar Hospitals LimitedHeld on Wednesday, April 26, 2017 at 4:30 PM at Auditorium, Fortis Hospital, Sector 62,  
Phase VIII, Mohali Punjab-160062

Sub: Scrutinizer's Report on voting in person and by proxy for the Tribunal Convened Meeting of the unsecured creditors of Fortis Malar Hospital Limited held on Wednesday, April 26, 2017 at 4:30 PM at Auditorium, Fortis Hospital Sector 62, Phase VIII, Mohali Punjab-160062

Dear Sirs,

I, Vishal Arora, Company Secretary, appointed as Scrutinizer for the purpose of the meetings conducted as per directions and order of the Chandigarh Bench of the National Company Law Tribunal dated February 21, 2017 ("Order"), for approving the composite scheme of arrangement and amalgamation proposed to be made between Fortis Malar Hospitals Limited ("Company"), Fortis Healthcare Limited, SRL Limited, , and their respective shareholders and creditors ("Scheme"), pursuant to the provisions of Sections 230 to 232 of the Companies Act, 2013 (corresponding to Sections 391-394 of the Companies Act, 1956) and any other provisions of the Companies Act, 2013 or Companies Act, 1956, as applicable (including any statutory modification(s) or re-enactment thereof), at the Tribunal convened meeting of the Unsecured Creditors of the Company, held on Wednesday, April 26, 2017 at 4:30 PM at Auditorium, Fortis Hospital Sector 62, Mohali, Punjab - 160 062 ("Meeting"), submit my report as under:

H.No 651, Top Floor, Sector:8-B, Chandigarh  
Phone No. 0172 4644288, Mob No. 9814296288  
Email: [csvishalarora@yahoo.in](mailto:csvishalarora@yahoo.in), [csteamva@gmail.com](mailto:csteamva@gmail.com)





**VISHAL ARORA**  
B.COM. F.C.S., M.F.C. PGDIPR

1. Before the start of the Meeting, the Unsecured Creditors/ persons attending the Meeting on behalf of the Unsecured Creditors were verified by way of their identity proofs and the Board Resolutions/ authority letters executed on their behalf.
2. It was observed that the Quorum for the Meeting was not present and in terms of the Order, the Meeting was adjourned for 30 minutes, and thereafter, the persons present in the Meeting at 5:00 PM were treated as proper Quorum. As the Quorum for the Meeting was complete, the Meeting was called to order and accordingly votes were cast by poll.
3. After the time fixed for closing of the poll by the Chairperson and the Alternate Chairperson, two ballot boxes kept for polling were locked in my presence with due identification marks placed by me.
4. The locked ballot boxes were subsequently opened in the presence of the Chairperson, the Alternate Chairperson and me, and the ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Company and the authorizations/ proxies lodged with the Company.
5. One ballot paper was treated as invalid and kept separately due to incorrect value of unsecured debt mentioned therein.
6. I now submit my report on the results of voting to approve the Scheme through voting by poll:

(i) Voted in favour of the Resolution:

Number of unsecured creditors present and voting (in person or by proxy or by authorized representative)	% in value held by unsecured creditors present and voting (in person or by proxy or by authorized representative)	Number of votes (in terms of value of unsecured debt held) cast by them (in INR)	% of total number of votes cast (in terms of value of unsecured debt) cast by them
37	12.16%	1,02,77,848	100%

(ii) Voted against of the Resolution:

Number of unsecured creditors present and voting (in person or by proxy or by	% in value held by unsecured creditors present and voting (in person or by proxy or	Number of votes (in terms of value of unsecured debt held) cast by them (in	% of total number of votes cast (in terms of value of unsecured debt)
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H.No 651, Top Floor, Sector 8-B, Chandigarh  
Phone No. 0172 4644288, Mob No. 9814296288  
Email: [cvishalarora@yahoo.in](mailto:cvishalarora@yahoo.in), [esteamva@gmail.com](mailto:esteamva@gmail.com)



## VISHAL ARORA

B.COM. F.C.S., M.F.C. PGDIPR

authorized representative)	by authorized representative)	INR)	cast by them
NIL			

(iii) **Invalid** votes:

Total number of unsecured creditors present and voting (in person or by proxy or by authorized representative) whose votes were declared invalid	Total Number of votes (in terms of value of unsecured debt held) cast by them (in INR)
1	93,722

7. A Compact Disc (CD) containing a list of Unsecured Creditors who voted "FOR" and those whose votes were declared invalid for the resolution is enclosed.
8. The ballot papers and all other relevant records were sealed and handed over to Mr. Sumit Goel, the Company Secretary and the authorized representative of the Company, for safe keeping.
9. You may accordingly declare that the resolution for approving the Scheme has been approved by requisite majority.

Thanking you,

Yours faithfully,  
Vishal Arora,

Company Secretary  
FCS 4566  
NO. 3645



Place: Mohali

Dated: April 27, 2017

H.No 651, Top Floor, Sector 8-B, Chandigarh  
Phone No. 0172 4644288, Mob No. 9814296288  
Email: [csvishalarora@yahoo.in](mailto:csvishalarora@yahoo.in), [csteamva@gmail.com](mailto:csteamva@gmail.com)