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MINUTES OF THE MEETING HELD ON WEDNESDAY, 20TH JULY 2011 OF THE QIP COMMITTEE OF THE BOARD OF DIRECTORS OF APOLLO HOSPITALS ENTERPRISE LIMITED (THE "COMPANY") IN CONNECTION WITH THE PROPOSED ISSUE OF EQUITY SHARES OF THE COMPANY UNDER CHAPTER VIII OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (ISSUE OF CAPITAL AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2009, AS AMENDED

"**RESOLVED THAT** pursuant to Section 81(1A) and all other applicable provisions of the Companies Act, 1956 (including any statutory modification or re-enactment thereof for the time being in force), the provisions of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended, the provisions of all other applicable laws and regulations applicable thereunder, provisions in the Memorandum of Association and the Articles of Association of the Company and pursuant to the resolution passed by the shareholders of the Company dated January 22, 2011 and the Placement Agreement dated 13th July 2011, the approval of the QIP Committee be and is hereby accorded for the issue and allotment of 6,666,666 equity shares of the Company of face value of Rs. 5 each ("**Equity Shares**") for an amount aggregating up to Rs. 3300 million (Indian Rupees Three Thousand Three Hundred Million Only), (including premium), bearing distinctive numbers 124,710,711 to 131,377,376 to applicants as per the list placed on the table at the Equity Issue Price of Rs. 495 per Equity Share (including Rs.490 towards share premium) against receipt of full payment of application monies in the Apollo Hospitals – QIP Escrow Account maintained with CitiBank N.A., and Deutsche Bank, aggregating to Rs. 3,299,999,670/- in accordance with the details specified in the Confirmation of Allocation Note and the Bid cum Application Form for the Issue."

"**RESOLVED FURTHER** that the Equity Shares allotted as above shall, subject to the provisions of the Memorandum of Association and Articles of Association of the Company, rank *pari passu* with the existing equity shares of the Company and shall be entitled to such dividends and corporate benefits, if any declared by the Company after such allotment"

"**RESOLVED FURTHER** that the Company to apply for listing and trading approval of the Bombay Stock Exchange and the National Stock Exchange (collectively the "**Stock Exchanges**") for the Equity Shares allotted by way of the Placement Document dated 18th July 2011 and the aforesaid resolution, which are to be listed on the Stock Exchanges."

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"RESOLVED FURTHER THAT the Equity Shares to be credited to the demat account of the allottees through corporate action with NSDL/CDSL after obtaining in-principle approval from the Stock Exchanges."

"RESOLVED FURTHER THAT Ms. Preetha Reddy, Managing Director, Ms.Suneeta Reddy, Joint Managing Director and Mr. S.M.Krishnan, General Manager – Project Finance and Company Secretary be and are hereby severally authorized to file the Return of Allotment of Equity Shares in prescribed form with the Registrar of Companies, to apply for the in-principle/final listing/trading approvals with Stock Exchanges and to do such all acts and deeds as may be required to give effect to the aforesaid resolution."

"RESOLVED FURTHER THAT the names of the allottees as show in the list attached as Annexure A, be entered in the Register of Members of the Company as the members of the Company."

For APOLLO HOSPITALS ENTERPRISE LIMITED

S.M. KRISHNAN
GENERAL MANAGER – PROJECT FINANCE
AND COMPANY SECRETARY

/Certified to be true/

IS/ISO 9001:2000

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