

**Fortis Healthcare Limited**

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FHL/SEC/STEX/RR/2013-14
October 01, 2013

The National Stock Exchange of India Ltd.
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051

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

Scrip Symbol: FORTIS

Scrip Code:532843

Sub: Proceedings of Annual General Meeting

Dear Sirs

Pursuant to Clause 31 of the Listing Agreement, please find enclosed the proceedings of the Annual General Meeting of the Company, held on September 27, 2013, at PHD Chamber of Commerce & Industry, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

This is for your information and records please.

Thanking you,

Yours faithfully,

For Fortis Healthcare Limited

Rahul Ranjan
Company Secretary



PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF FORTIS HEALTHCARE LIMITED, HELD ON FRIDAY, 27TH SEPTEMBER, 2013 AT 11.30 A.M AT PHD CHAMBER OF COMMERCE AND INDUSTRY, 4/2 SIRI INSTITUTIONAL AREA, AUGUST KRANTI MARG, NEW DELHI - 110016

MEMBERS PRESENT:

MEMBERS (as per Attendance Slips received) : **8,037**

PROXIES (as per Proxy Register) : **128**

DIRECTORS PRESENT:

Mr. Malvinder Mohan Singh, Executive Chairman
Mr. Shivinder Mohan Singh, Executive Vice-Chairman
Mr. Balinder Singh Dhillon, Executive Director
Dr. Brian Tempest, Chairman – Audit Committee
Mr. Harpal Singh
Dr. P S Joshi
Mr. Sunil Godhwani

In Attendance:

Mr. Vishal Bali, GCEO
Mr. Sandeep Puri, GCFO
Mr. Rahul Ranjan, Company Secretary

Following registers/documents were placed before the meeting:

1. Proxy Register; Director's Shareholding Register; and
2. Statutory Auditors' Certificates dated September 26, 2013 certifying that the (i) Fortis Employee Stock Option Plan 2007 and (ii) Fortis Employee Stock Option Scheme 2011, of the Company have been implemented in accordance with Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

CHAIRMAN

The Chairman welcomed the members to the 17th Annual General Meeting of the Company and introduced the Directors and Executives on the dais to the Members of the Company.

He further informed that 8,165 number of members were present in total, holding 74.74% of shares, out of which, 8,037 members were present in person holding



72.5% shareholding and 128 were present through proxies holding 2.66% shares. The Chairman declared that the necessary quorum was present and called the meeting to order.

The Chairman touched upon the highlights of the current year performance and future plans of the Company.

With the permission of members present, the Notice dated August 08, 2013, convening the 17th Annual General Meeting was taken as read.

On the advice of the Chairman, the Company Secretary read out the Report of the Company's Auditor M/s. S. R. Batliboi & Co., LLP dated May 30, 2013 on the Audited Accounts of the Company, before the Members present.

Thereafter, the Chairman took up the Agenda Items as per the Notice of the Annual General Meeting in seriatim:

1. Adoption of Accounts

Mr. Raj Kumar Sharma (DP/CL Id – IN300513/13378079) proposed and Mr. Prem Kumar Bhutani (DP/CL Id – IN300708/10199039) seconded the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the Audited Balance Sheet of the Company as on March 31, 2013 and the Statement of Profit & Loss for the year ended on that date, and the Reports of the Board of Directors and Statutory Auditors thereon, be and are hereby adopted.”

The resolution was put to vote on show of hands and was carried by requisite majority.

2. Retirement of Director retiring by rotation – Lt. Gen T S Shergill

Mr. Pradeep Sood (DP/CL Id – IN301127/15633348) proposed and Mr. Narender Singh Chauhan (DP/CL Id – 1201410000008655) seconded the following Resolution as an **Ordinary Resolution**:

“RESOLVED THAT Lt. Gen. T S Shergill, Director of the Company, who retires by rotation and who has not offered himself for re-appointment in terms of Company's policy on Director's Retirement, be and is hereby not re-appointed as Director of the Company.”



The resolution was put to vote on show of hands and was carried by requisite majority.

3. **Re-appointment of Mr. Harpal Singh as a Director retiring by rotation**

Mr. Jaswinder Singh Marwah (DP/CL Id - IN300484/14556536) proposed and Mr. Vimal Jain (DP/CL Id - IN300118/10131690) seconded the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Mr. Harpal Singh, who retires by rotation in accordance with Article 152 of the Articles of Association of the Company and is eligible for appointment, be and is hereby re-appointed as a Director of the Company."

The resolution was put to vote on show of hands and was carried by requisite majority.

4. **Re-appointment of Dr. P. S. Joshi as a Director retiring by rotation**

Mr. Bharat Bhushan Goyal (DP/CL Id - IN300940/10045086) proposed and Mr. Vikas Jain (DP/CL Id - IN300468/10085031) seconded the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT Dr. P S Joshi, who retires by rotation in accordance with Article 152 of the Articles of Association of the Company and is eligible for appointment, be and is hereby re-appointed as a Director of the Company."

The resolution was put to vote on show of hands and was carried by requisite majority.

5. **Re-appointment of Statutory Auditors**

Mr. Jai Prakash Narain (DP/CL Id - IN301565/10000942) proposed and Mr. Ajay Jain (DP/CL Id - IN302566/10052704) seconded the following Resolution as an **Ordinary Resolution**:

"RESOLVED THAT M/s S.R. Batliboi & Co. LLP, Chartered Accountants, (Firm Registration No. 301003E), be and are hereby appointed as Statutory Auditors of the Company for the Financial Year 2013-14 to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting on such remuneration as shall be fixed by the Board of Directors of the Company."

The resolution was put to vote on show of hands and was carried by requisite majority.



6. **Not filling the Vacancy caused by the retirement by rotation of Lt. Gen. T S Shergill**

Mr. Rattan Kumar Jain (DP/CL Id - IN300118/10220929) proposed and Mr. Raj Kumar Sharma (DP/CL Id -IN300513/13378079) seconded the following Resolution as an Ordinary Resolution:

“RESOLVED THAT the vacancy caused by the retirement by rotation of Lt. Gen. T S Shergill, and, who has not offered himself for re-appointment, be not filled by the Company for the time being.”

The resolution was put to vote on show of hands and was carried by requisite majority.

The Chairman thanked the Shareholders who made it convenient to attend the meeting, despite their preoccupations.

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair.

Certified Correct
For **Fortis Healthcare Limited**



Ranjan
Rahul Ranjan
Company Secretary