



Fortis Healthcare Limited
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FHL/SEC/STEX/RR/2017-18

February 13, 2018

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

BSE Limited
Corporate Services Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001
Scrip Code:532843

Sub: Disclosure under Regulation 30

Dear Sir(s),

This is in continuation to our letter Ref. No. FHL/SEC/STEX/RR/2017-18 dated November 14, 2017, wherein the Company had informed about entering into a term sheet ("**Term Sheet**") in relation to the proposed acquisition by the Company and/or its subsidiaries of the equity and financial securities, in the relevant Indian entities under RHT Health Trust ("**RHT**") namely, International Hospital Limited and Fortis Health Management Limited (and consequentially Escorts Heart and Super Speciality Hospital Limited, Hospitalia Eastern Private Limited and Fortis Hospotel Limited) from the wholly-owned subsidiaries of RHT ("**Proposed Transaction**"), and letters dated January 13, 2018 and January 16, 2018 for extending the exclusivity period under the Term Sheet for a further period of 31 (thirty-one) days from January 12, 2018.

It is hereby further informed that, the parties to the Term Sheet have entered into definitive agreement(s) with respect to the Proposed Transaction on February 12, 2018. The completion of the Proposed Transaction will be subject to the satisfaction of conditions precedent under the definitive agreement(s) including regulatory and shareholder approvals by the Company, approvals by RHT unit holders and other approvals as may be required.

Copy of Press Release issued in this regard is attached for reference and records. We will keep the stock exchanges informed about any further updates in this regard.

This letter may kindly be read in conjunction with the compliance under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your information and records please.

Thanking you,

Yours Faithfully
For **Fortis Healthcare Limited**

Rahul Ranjan
Company Secretary
ICSI Membership: ACS17035



FORTIS HEALTHCARE LIMITED

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PRESS RELEASE

FORTIS SIGNS DEFINITIVE AGREEMENTS TO ACQUIRE THE ENTIRE PORTFOLIO OF ASSETS OF RHT HEALTH TRUST (RHT), LISTED IN SINGAPORE

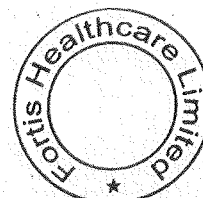
Gurugram, February 13, 2018: The Company today announced the signing of definitive agreements in relation to the acquisition of all the securities of clinical establishments and businesses indirectly held by RHT. This is pursuant to the announcement made in November 2017 wherein the Board of Directors of Fortis Healthcare Limited had approved a major restructuring initiative aimed at consolidating the entire Indian asset portfolio (12 Clinical Establishments, 4 Greenfield Clinical establishments and 2 Operating Hospitals).

The proposed transaction involves the acquisition of all the securities of RHT's entities in India holding (directly or indirectly) clinical establishments and businesses via a purchase of securities for an enterprise value of approximately INR 4650 Crores ("the proposed transaction"). This includes approximately INR 1152 Crores of debt which will be repaid.

It is expected that a substantial part of the net proceeds from the consideration (after repaying debt and other transaction related expenses) received by RHT would be distributed to its unit-holders including Fortis; thereby reducing the net investment consideration that Fortis would incur.

RHT is a registered business trust listed on the Main Board of the Singapore Exchange Securities Trading Limited ("SGX-ST"). Fortis is a controlling unit holder with an indirect interest of 29.76% in RHT. The proceeds raised from the listing of RHT in October 2012 on the SGX-ST were used by Fortis to de-leverage its Balance Sheet. Fortis had also entered into Hospital and Medical Services Agreements with entities held by the Trust under which Fortis pays service fees to such entities for services rendered, including clinical establishments services used in Fortis providing its medical services.

Fortis believes that the proposed transaction will potentially enhance value for all its stakeholders. With the unwinding of the current structure, it would also make it easier for investors and other stakeholders to better understand the Company's business and financial performance. Upon completion of the securities acquisition, the service fees that Fortis was paying will be completely eliminated thereby improving significantly its operating profitability .i.e. EBITDA and cash flows. With Fortis's completion of the proposed transaction; the cumulative expected incremental positive impact on EBITDA would be approx. INR 270 Crores (basis FY18 annualized net fees). In addition, with the acquisition of 49% of Fortis Hospotel Limited (FHTL) which is part of this proposed transaction, there will be an interest saving of approximately Rs 75 Cr on annualized basis.





The proposed transaction would be funded by Fortis with a combination of equity, quasi-equity and/or debt. Fortis has an enabling resolution in place to raise capital for up to Rs 5000 Cr and has been in active dialogue with financial/ strategic investors to raise funds, supported by Standard Chartered Bank as its financial advisor for this purpose.

The proposed transaction will be subject to the satisfaction of conditions precedent including regulatory and shareholder approvals by Fortis, approvals by RHT's unitholders and other approvals as may be required.

About Fortis Healthcare Limited

Fortis Healthcare Limited is a leading integrated healthcare delivery service provider in India. The healthcare verticals of the company primarily comprise hospitals, diagnostics and day care specialty facilities. Currently, the company operates its healthcare delivery services in India, Dubai, Mauritius and Sri Lanka with 45 healthcare facilities (including projects under development), approximately 10,000 potential beds and over 372 diagnostic centres.

DISCLAIMER

This press release may contain forward-looking statements based on the currently held beliefs and assumptions of the management of the Company, which are expressed in good faith and, in their opinion, reasonable. Forward-looking statements involve known and unknown risks, uncertainties and other factors, which may cause the actual results, financial condition, performance, or achievements of the Company results, to differ materially from the results, financial condition, performance or achievements expressed or implied by such forward-looking statements. Given these risks, uncertainties and other factors, recipients of this press release are cautioned not to place undue reliance on these forward-looking statements. The Company assumes no responsibility to publicly amend, modify or revise any forward looking statements, on the basis of any subsequent development, information or events, or otherwise. The information contained herein is subject to change without notice and past performance is not indicative of future results. The Company may alter, modify or otherwise change in any manner the content of this press release, without obligation to notify any person of such revision or changes.

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