

**Fortis Healthcare Limited**

Corporate Office:

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Block- F, South City 1, Sector-41,
Gurgaon, Haryana - 122 001 (India)

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E-mail : contactus@fortishealthcare.comWebsite : www.fortishealthcare.comFHL/SEC/STEX/RR/2014-15
September 26, 2014The National Stock Exchange of India Ltd.
Corporate Communications Department
"Exchange Plaza", 5th Floor,
Bandra-Kurla Complex, Bandra (East),
Mumbai – 400051BSE 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

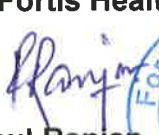
Pursuant to Clause 31 of the Listing Agreement, please find enclosed the proceedings of the 18th Annual General Meeting of the Company, held on September 24, 2014, at 11:30 a.m. at PHD Chamber of Commerce & Industry, 4/2, Siri Institutional Area, August Kranti Marg, New Delhi – 110016.

Further, please note that Mr. Gurcharan Das has retired from the Board of the Company w.e.f. September 24, 2014.

This is for your information and records please.

Thanking you,

Yours Faithfully
for Fortis Healthcare Limited


Rahul Ranjan
Company Secretary
ACS 17035

**FORTIS HEALTHCARE LIMITED**

Regd. Office: Escorts Heart Institute and Research Centre, Okhla Road, New Delhi - 110 025 (India)
Tel: +91 11 2682 5000, Fax: +91 11 4162 8435, CIN: L85110DL1996PLC076704

PROCEEDINGS OF THE 18th ANNUAL GENERAL MEETING OF FORTIS HEALTHCARE LIMITED, HELD ON WEDNESDAY, 24th SEPTEMBER, 2014 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 : 11,584

PROXIES : 136

DIRECTORS PRESENT:

Mr. Shivinder Mohan Singh, Executive Vice-Chairman
Dr. Brian Tempest, Chairman – Audit Committee
Mr. Harpal Singh, Director
Dr. P S Joshi, Director
Mr. Gurcharan Das, Director
Ms. Joji Sekhon Gill, Director
Mr. Udai Dhawan, Director

In Attendance:

Mr. Gagandeep Singh Bedi, Chief Financial Officer
Mr. Aditya Vij, Chief Executive Officer
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 23, 2014 certifying that the (i) Fortis Employee Stock Option Plan 2007 and (ii) Fortis Employee Stock Option Scheme 2011, have been implemented in accordance with Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999.

CHAIRMAN OF THE MEETING

The Board of Directors appointed Mr. Shivinder Mohan Singh, as the Chairman of the Meeting. Mr. Singh welcomed the members to the 18th Annual General Meeting



of the Company and introduced the Directors and Executives occupying the dais to the Members of the Company.

He further informed that 11,720 number of members were present in total, holding 71.82% of shares, out of which, 11,584 members were present in person holding 71.38% shareholding and 136 were present through proxies holding 0.44% shares. The Chairman declared that the necessary quorum was present and called the meeting to order.

The Chairman briefed the members about the financial performance for the current year and future plans of the Company.

With the permission of members present, the Notice dated August 7, 2014, convening the 18th Annual General Meeting was taken as read.

On the advice of the Chairman, the Company Secretary read out the Report of the Company's Statutory Auditor M/s. S. R. Batliboi & Co., LLP dated May 29, 2014 on the Audited Accounts of the Company as on March 31, 2014, before the Members present.

Thereafter, the Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company has extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced at 8:00 a.m. on September 17, 2014 and ended at 10:00 p.m. on September 19, 2014. Mr. Mukesh Manglik, Company Secretary in Whole-time Practice, was appointed as the Scrutinizer by the Board for scrutinizing the e-voting process.

The Chairman informed the Members that the Company has arranged for a poll on all the fifteen resolutions to be passed at the Meeting.

Thereafter, the Chairman ordered for a poll to be taken at the meeting and appointed Mr. Mukesh Manglik, Company Secretary in Whole-time Practice, as the Scrutinizer for the poll process and requested him for an orderly conduct of the voting. The Chairman announced that the combined result of e-voting and the poll will be put on the Company's website.

Thereafter, the Chairman took up the Agenda Items as per the Notice of the Annual General Meeting.

The resolutions passed by the Members, briefly, related to:




ORDINARY BUSINESSES:

1. Consideration and adoption of the Balance Sheet as at March 31, 2014, the Statement of Profit and Loss for the year ended on that date and the Reports of the Board of Directors and Statutory Auditors thereon (Ordinary Resolution).
2. Appointment of Mr. Sunil Naraindas Godhwani, Director retiring by rotation (Ordinary Resolution).
3. Appointment of Auditors and fixing their remuneration (Ordinary Resolution).

SPECIAL BUSINESSES:

4. Approval for not filing the casual vacancy caused by retirement of Mr. Gurcharan Das (Ordinary Resolution).
5. Appointment of Mr. Udai Dhawan as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
6. Appointment of Ms. Lynette Joy Hepburn Brown as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
7. Appointment of Mr. Pradeep Ratilal Raniga as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
8. Appointment of Dr. Preetinder Singh Joshi as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
9. Appointment of Ms. Joji Sekhon Gill as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
10. Appointment of Dr. Brian William Tempest as an Independent Director to hold office for a consecutive term of five years (Ordinary Resolution).
11. Payment of commission to Ms. Lynette Joy Hepburn Brown (Special Resolution).
12. Approval for borrowing limits under section 180(1)(c) of Companies Act, 2013 (Special Resolution).
13. Approval for creating charge against the properties of the Company under Section 180(1)(a) of the Companies Act, 2013 (Special Resolution).



14. Approval for placing Registers of Members other than the place of registered Office of the Company (Special Resolution).
15. Approval for raising funds (Special Resolution).

The Poll results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

Certified Correct
For **Fortis Healthcare Limited**


Rahul Ranjan
Company Secretary
ACS 17035