



## FORTIS MALAR HOSPITALS LIMITED

CIN: L85110PB1989PLC045948

Regd. Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab – 160062

Tel. : No.: +91 172 5096001 Fax No. +91 172 5096002

Email Id: secretarial.malar@malarhospitals.in Website: www.fortismalar.com

### NOTICE

Notice is hereby given that the **Twenty Seventh Annual General Meeting of Fortis Malar Hospitals Limited** will be held on Friday, September 28, 2018 at 10:30 A.M. at **National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali – Punjab-160062**, to transact the following business:

#### **ORDINARY BUSINESS**

1. To consider and adopt the Audited Standalone Financial Statements of the Company together with the Report of Board and Auditors thereon and the Audited Consolidated Financial Statements of the Company including Report of Auditors thereon for the Financial Year ended on March 31, 2018.
2. To appoint a Director in place of Mr. Daljit Singh (DIN: 00135414), who retires by rotation and being eligible, seeks re-appointment.
3. **Ratification of appointment of Statutory Auditor:**

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 139 and all other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014, as amended from time to time, the Company hereby ratifies the appointment of **Deloitte Haskins & Sells LLP, Chartered Accountants (Firm Registration No. 117366W/W-100018)**, as Auditors of the Company to hold office from the conclusion of this Annual General Meeting (AGM) till the conclusion of the 28<sup>th</sup> AGM of the Company to be held in the year 2019 to examine and audit the accounts of the Company at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors.”

#### **SPECIAL BUSINESS**

4. **Ratification and Confirmation of remuneration of Cost Auditor**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 148 and other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), remuneration of up to ₹ 75,000 plus out of pocket expenses and taxes, being paid to M/s. Jitender, Navneet & Co., Cost Auditors appointed by the Board of

Directors, to conduct the audit of the cost records of the Company, for the Financial Year ended March 31, 2018, be and is hereby ratified and confirmed.

**RESOLVED FURTHER THAT** the Board of Directors of the Company be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. **Approval of remuneration of Dr. Nithya Ramamurthy in her capacity of rendering professional services to the hospital of the Company**

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Regulation 17(6) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including statutory modification or re-enactment thereof for the time being in force and other applicable provisions, if any, of the Companies Act, 2013 including statutory modification or re-enactment thereof for the time being in force read with relevant rules made thereunder, approval of the shareholders be and is hereby accorded to Dr. Nithya Ramamurthy, Non Executive Director, to hold such office on employment (full time / part time / contractual / otherwise) in the Company or its subsidiary(ies) company or associate(s) company with such designation as the Board of Directors or committee thereof of the Company may, from time to time, decide, at a remuneration of up to ₹ 2.10 Crore (Rupees Two Crore and Ten Lacs only) per annum, including confirmation of all remuneration paid to Dr Nithya Ramamurthy in capacity of a medical professional paid in previous year(s), at such terms and conditions as may be decided by the Board of Directors and/or committee of the Board, from time to time.

**RESOLVED FURTHER THAT** the approval of the shareholders be and is hereby given to Board to have the authority from time to time (a) to make revisions in the aforesaid remuneration / salary scale or grade together with revisions in such allowances, benefits, amenities, facilities and other perquisites including contribution to provident fund, gratuity fund, superannuation fund, if any, etc. as are introduced from time to time in respect of employees (full time / part time / contractual / otherwise) of the Company or its subsidiary companies or associate companies in equivalent salary scale or grade; and (b) to promote her to any higher position/designation or salary scale or grade in due course together with such allowances, as applicable.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take, perform and execute such further steps, acts, deeds and matters, as may be necessary, proper or expedient to give effect to this resolution.”

**6. Approval of modification of terms and conditions of appointment of Mr. Meghraj A. Gore as Whole Time Director**

To consider and if thought fit, to pass the following resolution as **Special Resolution**:

“**RESOLVED THAT** in partial modification of the earlier resolution passed by the shareholders in the 26<sup>th</sup> Annual General Meeting and pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, of the Companies Act, 2013 (“Act”) and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Act, and Articles of Association of the Company, the consent of the shareholders be and is hereby accorded to amend the terms and conditions of appointment of Mr. Meghraj Arvindrao Gore (DIN: 07505123) as Whole-time Director, (amended terms and conditions effective from the date of his appointment i.e. October 01, 2016) as set below:

**A)** Total Remuneration: Remuneration payable by way of salary, perquisites and other allowances shall be up to ₹ 1.68 Crore p.a. in the manner laid down in Section 198 and any other applicable provision of the Act, in any financial year, with the authority granted to the Board of Directors and/or Nomination and Remuneration Committee, to amend/ modify the remuneration, components of the total remuneration, within the limits stipulated in this Resolution, from time to time.

The perquisites shall be evaluated as per Income Tax Rules, wherever applicable and in the absence of any such rule, they shall be evaluated at actual cost.

**B)** Other terms:

- a.** Subject to the superintendence, control and direction of the Board, Mr. Meghraj A. Gore shall perform such duties and functions as would be commensurate with his position as Whole-time Director of the Company and as may be delegated to him by the Board from time to time.
- b.** The Whole-time Director shall not be paid any sitting fee or commission for attending the meetings of the Board of Directors or Committees thereof.
- c.** The Whole-time Director will be entitled to reimbursement of entertainment and all other expenses actually and properly incurred by him in the course of legitimate business of the Company.
- d.** The office as Whole-time Director may be terminated by either party by giving three months’ notice in writing, of such termination unless otherwise a shorter period is decided mutually between the Director and the Board of Directors.
- e.** If, at any time, Mr Meghraj Arvindrao Gore ceases to be the Director of the Company for any reason

whatsoever, his office as Whole-time Director shall forthwith be terminated.

- f.** He shall not be liable to retire by rotation.

**RESOLVED FURTHER THAT** if in any financial year during the currency of his remaining tenure, the Company has no profits or its profits are inadequate, remuneration as fixed above by way of salary, perquisite and other allowances or any contribution thereof shall be the minimum remuneration payable to Mr. Meghraj Arvindrao Gore, Whole time Director subject to the provisions contained in schedule V of the Companies Act, 2013 and the approval of Central Government, if required, and the approval of the shareholders be and is hereby accorded to ratify the remuneration already paid to Mr Meghraj Arvindrao Gore during the currency of his appointment, which may be in excess, however, subject to the condition that remuneration so paid is not in excess of limits as mentioned hereinabove.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to take, perform and execute such further steps, acts, deeds and matters, as may be necessary, proper or expedient to give effect to this resolution.”

**By the Order of the Board  
For Fortis Malar Hospitals Limited**

Sd/-

**Date:** August 23, 2018

**Place:** Gurugram

**Shashank Porwal  
Company Secretary  
ACS 51957**

**NOTES:**

1. The Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013, is enclosed herewith and forms part of this Notice.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY (IES) TO ATTEND AND VOTE INSTEAD OF HIM/HER AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Proxies, to be effective shall be duly filled, stamped, signed and deposited, not less than 48 hours before the commencement of the Meeting at the Registered Office of the Company. Pursuant to the provisions of Companies Act, 2013 and the rules thereunder, a person can act as proxy on behalf of members not exceeding fifty and holding in the aggregate not more than ten percent of the total share capital of the company carrying voting rights. A member holding more than ten percent, of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as proxy for any other person or shareholder.
3. Pursuant to provisions of Regulation 36 of the SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015 and secretarial standards, the particulars of Directors seeking appointment/re-appointment at this Annual General Meeting are annexed to the Notice. Further, please note that Mr. Rahul Ranjan and Mr. Akshay K. Tiwari were appointed as Additional Director w.e.f. May 15, 2018. The Board of Directors in its meeting held on July 31, 2018 proposed the regularization of the same in the ensuing Annual General Meeting, however, they have resigned from the Company w.e.f. August 9, 2018 and therefore their regularization have not been proposed in this Annual General Meeting. Accordingly, the related

matter as given in the Annual Report may kindly be considered as redundant.

4. The cut-off date for the purpose of remote e-voting and for physical voting is September 21, 2018. The E-voting facility will be available from September 25, 2018 (from IST 0900 Hours) to September 27, 2018 (till IST 1700 Hours) after which the e-voting facility will not be available.
5. Members are requested to bring their copy of Annual Report to the Meeting.
6. Members / Proxies should bring the Attendance Slip / proxy form duly filled in for attending the Meeting. The members who hold shares in dematerialized form are requested to bring their Client Master List / Depository Participant Statement/ Delivery Instruction Slip, reflecting their Client Id and DP Id No. for easier identification of attendance at the meeting.
7. Members are requested to notify any change of address:
  - a. to their depository participants in respect of shares held in dematerialized form, and
  - b. to Company/Registrar and Transfer Agent (“**Karvy**”) in respect of shares in physical form, under their signatures and quoting folio number (including for change of residential status/e-mail id, bank details, etc.)
8. In case of joint holders attending the meeting, only such joint holder whose name appears at the top in the hierarchy of names shall be entitled to vote.
9. Corporate members are requested to send a duly certified copy of the Board Resolution /Power of Attorney authorizing their representative to attend and vote at the Annual General Meeting to the scrutinize at e-mail id: [manglikmukesh@gmail.com](mailto:manglikmukesh@gmail.com).
10. For security reasons, no article / baggage will be allowed at the venue of the meeting. The members / attendees are strictly requested not to bring any article/baggage, etc. at the venue of the meeting.
11. Those members who have not yet got their Equity Shares dematerialized, are requested to contact any of the Depository Participants in their vicinity for getting their shares dematerialized.
12. Members may avail the nomination facility as provided under Section 72 of the Companies Act, 2013.
13. Non-Resident Indian Members are requested to inform Registrar and Transfer Agent (**Karvy**), immediately of:
  - a. Change in their residential status on return to India for permanent settlement, and
  - b. Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
14. Members desiring any information as regards the Accounts are requested to write to the Company Secretary, giving at least 7 days' notice prior to the date of Annual General Meeting to enable the Management to reply at the Meeting.
15. The notice of Annual General Meeting will be sent to those members / beneficial owners whose name will appear in the register of members / list of beneficiaries received from the Registrar and Transfer Agent (**Karvy**) as on August 24, 2018. A person who is not a member as on the cut-off date i.e. September 21, 2018, should treat this Notice for information purposes only.
16. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in the Corporate Governance' by allowing paperless compliances by Companies. Also, SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 permits Companies to send soft copies of the Annual Report to all those shareholders who have registered their email address for the said purpose. Members are requested to support this Green Initiative by registering/updating their e-mail address for receiving electronic communications. The notice for Annual General Meeting along with the annual report of the Company will be made available on the Company's website- [www.fortismalar.com](http://www.fortismalar.com).
17. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / Karvy.
18. Members who have not registered their e-mail addresses so far are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
19. Electronic copy of the Notice of the 27<sup>th</sup> Annual General Meeting of the Company is being sent to all members whose email IDs are registered with the Company/ Depository Participants for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copy of the Notice is being sent in the permitted mode.
20. All Statutory Registers, documents referred to in the Notice and Explanatory Statement will be available for inspection at the Company's registered office and / or corporate office and also at AGM during normal business hours between 10.00 A.M. to 12.00 Noon on all working days (except Saturday) upto the date of Annual General Meeting.
21. In compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 the voting by shareholders in respect of the resolutions contained in the Annual General Meeting Notice is also being taken through e-voting facility provided through **Karvy Computershare Private Limited (Karvy)**.
22. The e-voting event number, User Id and Password along with the detailed instructions for e-voting are provided in the notice of e-voting, being sent along with the Notice of Annual General Meeting.
23. The result on resolutions shall be declared on or before closing business hours i.e. 06:00 p.m. on Saturday, September 29, 2018 at the registered office of the Company and shall also be available on the website of the Company. The resolutions will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favor of the resolutions.

24. Pursuant to Sections 205A and 205C of the Companies Act, 1956 and/ or Section 123 of the Companies Act, 2013 and other applicable provisions, if any, all unclaimed/unpaid application money etc. remaining unclaimed/unpaid for a period of seven years from the date they became due for payment, in relation to the Company, have been transferred to the Investor Education and Protection Fund (IEPF) established by the Central Government. Any person may claim the shares or apply for refund, as the case may be, to the Authority by submitting an online application in Form IEPF-5 available on the website [www.iepf.gov.in](http://www.iepf.gov.in) along with fee specified by the Authority.
25. The shareholders can opt for only one mode of voting i.e. remote e-voting or physical polling at the meeting. In case of voting by both the modes, vote casted through remote e-voting will be considered final and voting through poll will not be considered. The members who have cast their vote by remote e-voting may also attend the Meeting.
26. The Board of Directors has appointed Mr. Mukesh Manglik, Company Secretary in whole-time practice (C.P. No. 8476) as a Scrutinizer to scrutinize the voting process in a fair and transparent manner.
27. Route map of the venue of the meeting along with the landmark forms part of this notice.

#### EXPLANATORY STATEMENT

(Pursuant to Section 102 (1) of the Companies Act, 2013)

##### Item No. 3

This explanatory statement is provided though strictly not required as per Section 102 of the Companies Act, 2013.

Deloitte Haskins & Sells LLP, (ICAI Firm Registration No. 117366W/W-100018), Chartered Accountants, were appointed as the statutory auditors of the Company for a period of five years commencing from the Financial Year 2015-16, at the Annual General Meeting (AGM) of the Company held on September 23, 2015.

As per resolution passed, their appointment for the above tenure is subject to ratification by members at every AGM. Accordingly, ratification of the members is being sought for appointment of statutory auditors as per the proposal contained in the Resolution set out at item no. 3 of the Notice.

The Board commends the Resolution at item No. 3 for approval by the Members.

None of the Directors or Key Managerial Personnel (KMP) or their relatives are concerned or interested, financially or otherwise, in the Resolution at Item No. 3 of the accompanying Notice, except to the extent of their respective shareholding, if any.

##### Item No. 4

The Board, on the recommendation of the Audit & Risk Management Committee, has approved the appointment and remuneration of the Cost Auditors to conduct the audit of the cost records of the Company, for the financial year ended on March 31, 2018 as per the following details:

Name of the Cost Audit Firm	Amount (In ₹)
M/s. Jitender, Navneet & Co, Cost Accountants	75,000

In accordance with the provisions of Section 148 of the Act read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditors as recommended

by the Audit and Risk Management Committee and approved by the Board of Directors, has to be ratified by the members of the Company.

Accordingly, consent of the members is sought for passing an Ordinary Resolution as set out at Item No. 4 of the Notice for ratification of the remuneration payable to the Cost Auditors for the financial year ended March 31, 2018.

None of the Directors / Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice except to the extent of their respective shareholding, (if any).

The Board commends the Ordinary Resolution set out at Item No. 4 of the Notice for approval by the members.

##### Item No. 5

It is informed that in terms of the requirement of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, all fees or compensation, if any, paid to non-executive directors including independent directors, shall require recommendation of Board and approval of shareholders in general meeting.

Further, it is informed that Dr. Nithya Ramamurthy, aged about 65 years, a Non-Executive and Non-Independent Director of the Company, has extensive experience in Medical Profession as an expert in Gynaecology/Obstetrics. Dr. Nithya is a Senior Consultant Obstetrician and Gynaecologist at Fortis Malar Hospital, Chennai having more than 41 years of extensive experience as a medical professional. Dr. Nithya holds degree in MBBS and diploma in gynecology and obstetrics and registration certificate of the same with Tamilnadu Medical Council.

Dr. Nithya Ramamurthy specialises in Gynaecology & Obstetrics and also holds the record performing over 10,000 Laparoscopic Surgeries. Apart from the above, she has conducted a number of CME programs for the young medical students and practitioners, and also held Vaginal Pelvic Surgery Workshop with Royal College of Obstetricians and Gynecologists. Her special areas of Interest are High Risk Pregnancy, Infertility Treatment, Obesity, PCOs and Laparoscopic Surgery.

Dr. Nithya was awarded the "The Best Doctor" by the Governor of Tamil Nadu in March, 2012 by Dr. MGR University. She is the "Best Outgoing Student Award Holder", Women & Children Hospital, Madras Medical College – 1983 – 1985 and also holder of Malaysian Govt. Merit Scholarship (MARA). She has done House Surgeoncy from Govt. Rajaji Hospital, Madurai Medical College. Dr. Nithya is a DGO from Madras Medical College and MBBS from Madurai Medical College, Madurai.

Further, considering the qualifications, registration certificates and the services rendered by Dr. Nithya as an eminent doctor, it was opined by the Nomination and Remuneration Committee that the services rendered are of a professional nature and she possesses the requisite qualification for the practice of the profession and accordingly the Company can avail the exemption of proviso to section 197(4) of Companies Act, 2013.

In view of the above, pursuant to the relevant provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and such other rules, regulations, as may be applicable, and considering the recommendation of Nomination and Remuneration Committee and Board of Directors on July 31, 2018 approved & ratified fees or compensation or remuneration (except sitting fees as

per the Companies Act, 2013) paid / to be paid to Dr. Nithya in her professional capacity.

None of the Directors or Key Managerial Personnel (KMP) or their relatives except Dr. Nithya, herself, are concerned or interested, financially or otherwise, in the Resolution at Item No. 5 of the accompanying Notice, except to the extent of their respective shareholding, if any.

The Board of Directors recommends the resolution as set out at Item No. 5 for approval of the members as an Ordinary Resolution.

#### **Item No. 6**

It is informed that the Board of the Company had approved the appointment of Mr. Meghraj A. Gore in its meeting held on September 27, 2016 which was effective from October 1, 2016 and the same was approved by shareholders of the Company in the 26th Annual General Meeting.

The Board of Directors, on the recommendation of Nomination and Remuneration Committee, has approved the modification of terms and condition of appointment of Mr. Meghraj Arvindrao Gore as the Whole-time Director of the Company w.e.f. October 01, 2016 subject to approval of shareholders and other requisite approvals, if any, required under Sections 196, 197, 203 and any other applicable provisions, of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Act and Articles of Association of the Company.

The resolution seeks the approval of the members in terms of Sections 196 and 197 read with Schedule V and other applicable provisions of the Companies Act, 2013, and the rules made thereunder for the modification of terms and condition of appointment of Mr. Meghraj A. Gore as the Whole-time Director, commencing from October 01, 2016.

Further, it is informed that the Secretarial Audit Report, given by M/s. Mukesh Agarwal & Co. for Financial Year 2017-18, contained observation with reference to appointment of Mr. Meghraj, that the appointment was done by way of ordinary resolution however the same should have been done by way of special resolution. Therefore, the Company is also rectifying the same.

Mr. Raj Gore, aged about 42 years is a seasoned global professional with more than 18 years of versatile experience in business management in North America, Asia, & Africa, with a particular focus on healthcare for the past 13 years. During his association of 13 years with Fortis, he has been part of the phenomenal growth of Fortis in becoming one of the leading players in India. He has demonstrated effective leadership skills and business acumen through various corporate as well as operational roles with Fortis and has led business transformation & financial turnaround of healthcare companies in India, Mauritius, and Vietnam.

In his previous role as VP - Operations, he was responsible for driving operational excellence and profitability through functions such as Pricing, Sales, Medical Value Travel, Marketing, Process Improvement and various centrally driven strategic initiatives across the network.

Prior to that he played an instrumental role as the Chief Executive Officer in transforming Hoan My Medical Corporation, the largest integrated private hospital chain in Vietnam with 6 hospitals and 1 clinic with more than 1,200 beds serving more than 1.5 million patients in a year.

He is a chemical engineer from India and has MBA & MS in Information Technology degrees from USA.

Shareholding in the Company: Nil

Original date of appointment: October 01, 2016 as Whole-time Director.

Mr. Meghraj Arvindrao Gore is not related to any other Director of the Company.

None of the Directors or Key Managerial Personnel (KMP) or their relatives except Mr. Gore, himself, are concerned or interested, financially or otherwise, in the Resolution at Item No. 6 of the accompanying Notice, except to the extent of their respective shareholding, if any.

The Board recommends the special resolution set forth in Item No. 6 for approval of the members.

#### **DETAILS OF DIRECTORS SEEKING APPOINTMENT / REAPPOINTMENT AT THE ANNUAL GENERAL MEETING**

##### **Item No. 02**

Mr. Daljit Singh, aged about 65 years, has over 44 years of rich management experience in the Corporate Sector. Mr. Singh has been a pivotal member of the top management team of Fortis Healthcare Limited, the holding Company that conceptualized, formulated and implemented Fortis' growth strategy to position it as India's leading Healthcare delivery organization in a short span.

Prior to joining Fortis, Mr. Singh was on the Board of Directors of ICI India, a subsidiary of the British Multinational, Imperial Chemicals Industry PLC, as the Executive Director in charge of Human Resources, Manufacturing, External Relations and Communications. Amongst key responsibilities held at ICI India, he was the Chief Executive for Pharmaceuticals, Specialties and Catalyst businesses. He was member of the ICI Global Manufacturing Group, SSHE Excellence Group and the Global HR Forum. His key experience and achievements have been in the areas of developing progressive HR strategies and ensuring their implementation, organizational restructuring, building high performance culture and leading teams to deliver business value. He has successfully planned and executed significant change programs.

Mr. Singh is an acknowledged expert and thought leader in the domain of Healthcare Delivery.

He has represented Fortis at Industry forums like the CII and FICCI and led several healthcare related committees. He is an active participant on the World Economic Forum platform and is on the Steering Boards constituted by the Forum to guide a number of major Global projects: "Scenarios for Sustainable Health Systems", "The Healthy Living Charter", and "Health Systems Leapfrogging". He was on the Forum's Advisory Board on "The Economic Burden of Non Communicable Diseases in India". He has spoken on panels and presented to Indian and International audiences on themes related to Healthcare.

A certified Life and Executive Coach, he works with Top Management to enhance personal performance and fulfillment. He also leads and facilitates workshops on Strategy, Business Planning & Leadership. He has mentored and coached several leaders across sectors. He has supported, guided and worked with high performers and leaders in ICI, Mercedes Benz, Sapient, Ricoh, WNS, Carrier Midea, SI group, Schneider, PwC, M&M, CIPLA, Fractal Analytics etc.

A graduate from the Indian Institute of Technology, Delhi, Mr. Singh was a Commonwealth Scholar to the Senior Management Programme at the Manchester Business School.

With an outstanding track record in the field of athletics, his current interests include athletics, high altitude trekking, adventure sports, spirituality, music and reading.

Original date of appointment: December 24, 2014

Shareholding in the Company as on March 31, 2018: Nil

Mr. Singh is not related to any other Director and/or Key Managerial Personnel of the Company.

During the financial year 2017-18, Mr. Singh attended all Five Board meetings.

Directorships held in other Companies as on date of Notice (excluding foreign companies):

Sl. No.	Name of the Companies	Nature of Interest or concern
1.	Religare Health Insurance Company Limited	Additional Director
2.	Fortis Hospotel Limited	Director
3.	Globehealer India Private Limited	Director
4.	Fortis La Femme Limited	Director

Memberships/ Chairmanships of committees of other companies as on date (includes only Audit Committee and Stakeholders Relationship Committee): - Nil

Mr. Singh is a Non Executive Director liable to retire by rotation. No sitting fees was paid to him during the Financial Year 2017-18.

None of the Directors or Key Managerial Personnel (KMP) or their relatives except Mr. Singh, himself, are concerned or interested, financially or otherwise, in the Resolution at Item No. 2 of the accompanying Notice, except to the extent of their respective shareholding, if any.

By Order of the Board  
For Fortis Malar Hospitals Limited

Sd/-  
Shashank Porwal  
Company Secretary  
ACS 51957

Date: August 23, 2018

Place: Gurugram

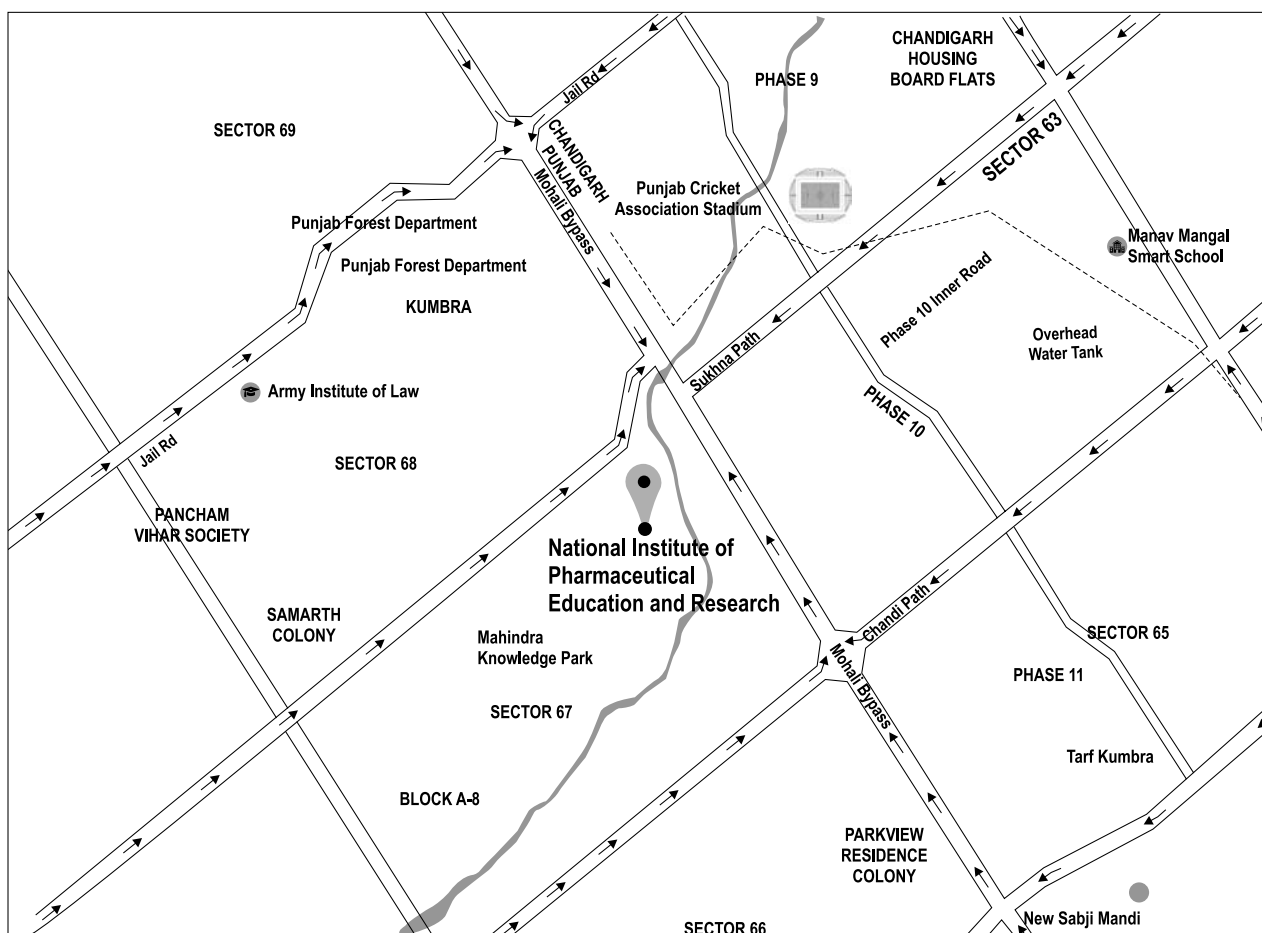
## Location Map of venue for Twenty Seventh Annual General Meeting

Day : Friday

Date : September 28, 2018

Time : 10:30 Hours

Venue : National Institute of Pharmaceutical Education and Research Mohali,  
Sector 67, SAS Nagar, Mohali, Punjab – 160062





**FORTIS MALAR HOSPITALS LIMITED**

CIN: L85110PB1989PLC045948  
Registered Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab - 160062  
Ph.: +91-172-5096001, Fax: +91-172-5096002  
Email: [secretarial.malar@malarhospitals.in](mailto:secretarial.malar@malarhospitals.in) Website: [www.fortismalar.com](http://www.fortismalar.com)

**PROXY FORM**

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the member(s) : .....

Registered address : .....

E-mail ID : ..... Folio No. / \*DP ID-\*Client ID .....

I/We, being the member(s) of \_\_\_\_\_ shares of the above named Company, hereby appoint:

- 1) \_\_\_\_\_ (name) of \_\_\_\_\_ (address) having e-mail id \_\_\_\_\_ or failing him/her.
- 2) \_\_\_\_\_ (name) of \_\_\_\_\_ (address) having e-mail id \_\_\_\_\_ or failing him/her.
- 3) \_\_\_\_\_ (name) of \_\_\_\_\_ (address) having e-mail id \_\_\_\_\_

and whose signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 27<sup>th</sup> Annual General Meeting on Friday, September 28, 2018 at 10:30 A.M. at **National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali – Punjab-160062** and at any adjournment thereof in respect of such resolutions as are indicated below:

\*\* I wish my above Proxy to vote in the manner as indicated in the box below:

Resolutions	For	Against
1. Adoption of Annual Account for the year ended March 31, 2018		
2. Re-appointment of Mr. Daljit Singh (DIN: 00135414), who retires by rotation		
3. Ratification of Appointment of Statutory Auditors		
4. Ratification and Confirmation of Remuneration of Cost Auditor		
5. Approval of remuneration of Dr. Nithya Ramamurthy in her capacity of rendering professional services to the hospital of the Company		
6. Approval of modification of terms and conditions of appointment of Mr. Meghraj A. Gore as Whole Time Director		

\* Applicable for investors holding shares in electronic form.

Signed this..... day of.....2018

Signature of shareholder

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Affix ₹ 1/- Revenue Stamp

\*\* This is only optional. Please put a '√' in the appropriate column against the resolutions indicated in the Box. If you leave the 'For' or 'Against' column blank against any or all the resolutions, your Proxy will be entitled to vote in the manner as he/she thinks appropriate.



**FORTIS MALAR HOSPITALS LIMITED**

CIN: L85110PB1989PLC045948  
Registered Office: Fortis Hospital, Sector 62, Phase VIII, Mohali, Punjab - 160062  
Ph.: +91-172-5096001, Fax: +91-172-5096002  
Email: [secretarial.malar@malarhospitals.in](mailto:secretarial.malar@malarhospitals.in) Website: [www.fortismalar.com](http://www.fortismalar.com)

**ATTENDANCE SLIP**

PLEASE FILL ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Joint shareholders may obtain additional slip at the venue of the meeting.

DP ID*	
Client ID*	

Folio No.	
No. of Shares	

NAME AND ADDRESS OF THE SHAREHOLDER / PROXY \_\_\_\_\_

I/We hereby record my/our presence at the **27<sup>th</sup> Annual General Meeting** of the Company held on Friday, September 28, 2018 at 10:30 A.M. at **National Institute of Pharmaceutical Education and Research Mohali, Sector 67, SAS Nagar, Mohali – Punjab-160062.**

\* Applicable for investors holding shares in electronic form.

Signature of Shareholder / proxy

