Disclosure pursuant to Regulation 30A(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

I. Subscription Agreement dated July 13, 2018

1. Fortis Healthcare Limited ("**Company**") entered into a subscription agreement ("**SSA**") dated July 13, 2018 with Northern TK Venture Pte Ltd ("**NTK**"), an indirect wholly owned subsidiary of IHH Healthcare Berhad ("**IHH**"), for issuance of 235,294,117 equity shares representing 31.17% of the total voting equity share capital of the Company at a price of INR 170 per equity share for an aggregate consideration of INR 4,000 Crores (Rupees Four Thousand Crores only) to NTK.

2. The details of the SSA are as follows:

- The SSA included customary and commercially agreed terms regarding the issue and allotment of subscription securities, conditions precedent to the subscription (including obtaining the relevant regulatory approvals), conduct prior to completion, and customary representations, warranties, and indemnities.

- The aforementioned share subscription pursuant to the SSA was completed on November 13, 2018. Upon completion, NTK exercised its right to nominate as of completion date, 2/3rd of the members on the Board of the Company, and consequently acquired control of the Company.

- Pursuant to the terms of the SSA, the parties have acknowledged that upon completion, NTK will be the largest shareholder and have a controlling stake in the Company, with all rights (under law and under the SSA) to appoint directors, control the management and policy decisions of the Company and other rights as available under applicable law.

- The SSA also sets out certain customary provisions in relation to the mode and manner in which NTK would be undertaking its open offer processes (including the indirect open offer in respect of Fortis Malar Hospitals Limited, a step-down subsidiary of the Company) in accordance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("**Takeover Code**"), due to their acquisition of control[1] in the Company.

[1] It may be noted in this context that, the aforementioned acquisition of control by NTK triggered an obligation for NTK to make a mandatory open offer under the Takeover Code to purchase an additional 197,025,660 shares in the Company constituting 26% of its total voting equity share capital, from its public shareholders ("**FHL Open Offer**"). This in turn also triggered an obligation for NTK to make a mandatory indirect open offer to the public shareholders of Fortis Malar Hospitals Limited, a subsidiary of the Company pursuant to which it has made an open offer to purchase 4,894,308 shares in Fortis Malar Hospitals Limited constituting 26% of its total voting equity share capital, from its public shareholders ("**FMHL Open Offer**"). The FHL Open Offer process and the FMHL Open Offer process were initiated on July 13, 2018.

II. Shareholders' Agreement dated June 12, 2012 (as amended from time to time)

1. The Company and its material subsidiary, Agilus Diagnostics Limited ("**Agilus**"), have entered into a shareholders' agreement dated June 12, 2012 (as amended from time to time) ("**Shareholders' Agreement**") with certain private equity investors in Agilus, including *inter alia* NYLIM Jacob Ballas India Fund III LLC ("**NJBIF**"), International Finance Corporation ("**IFC**"), Resurgence PE Investments Limited (formerly known as Avigo PE Investments Limited) ("**Resurgence**"), collectively referred to as "**PE Investors**". The PE Investors, Agilus and the Company are collectively referred to as "**Parties**".

2. The purpose of the Shareholders' Agreement is to record the terms and conditions governing the Parties to the Shareholders' Agreement and their respective rights, obligations, shareholding and provisions in respect of the management of Agilus – in light of their existing investment in Agilus. The Company holds 57.68% of the shareholding in Agilus, while IFC holds 7.61%, NJBIF holds 15.86%, and Resurgence holds 8.05% of shareholding in Agilus. The Shareholders' Agreement has no impact on the management or control of the Company.

3. The details of the Shareholders' Agreement are as follows:

    - Customary stipulations applicable to the Company in its capacity as promoter of Agilus constituting *inter alia*: (i) transfer restrictions on the Company *qua* its shareholding in Agilus; (ii) the Company's right of first offer in the event of any transfer by the PE Investors; (iii) the Company's pre-emptive rights; and (iv) majority directorship rights in Agilus.

    - Customary rights available to PE Investors constituting *inter alia*: (i) nominee directorship rights; (ii) tag along rights; (iii) information, reporting and inspection rights; and (iv) affirmative voting rights in case of certain reserved matters.

    - The PE Investors have certain exit rights in respect of their shareholding in Agilus, with such exit being envisaged by way of third party sale, an initial public offer of Agilus, or by exercise of put option against the Company.