

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



26<sup>th</sup> March 2019

To  
Manager - Listing Compliance Department  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051

**NSE Scrip Code: APOLLOHOSP**

Dear Sirs,

**Ref: Regulation 37 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI LODR 2015')**

**Sub: Scheme of Arrangement between Apollo Hospitals Enterprise Limited ('AHEL' or 'the Transferor Company') and Apollo Pharmacies Limited ('APL' or 'the Transferee Company') and their respective shareholders ('the Scheme')**

1. We refer to our letter dated 14 November 2018, intimating about our Board of Directors, having approved the Scheme under Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013.
2. Regulation 37 of the SEBI LODR 2015 requires a company to file a Scheme/ Petition, proposed to be filed before any Court/ Tribunal with the Stock Exchange for approval at least one month before it is presented to the Court/ Tribunal.
3. Accordingly, pursuant to Regulation 37 of the SEBI LODR 2015 and the SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ('the SEBI Circular') we state/submit as under:

Sr. No.	List of Documents/ details to be submitted	Yes/No/Not Applicable/ To be submitted
1.	Draft Scheme of Amalgamation / Arrangement, etc. proposed to be filed before the NCLT	Draft Scheme is enclosed as <b>Appendix 1</b>
2.	Valuation Report as per Para 1(A)(4) of Annexure-I of SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017	Valuation Report dated 13 November 2018 issued by BSR & Co, LLP is enclosed as <b>Appendix 2</b>
3.	Report from the Audit Committee recommending the Draft Scheme, taking into consideration, inter alia, the Valuation Report.	Report of the Audit Committee recommending the Scheme is enclosed as <b>Appendix 3</b>
4.	Fairness opinion by a SEBI Registered merchant banker on valuation of assets / shares done by the valuer for the listed entity and unlisted entity	Fairness Opinion dated 14 November 2018 issued by ICICI Securities Limited is enclosed as <b>Appendix 4</b>

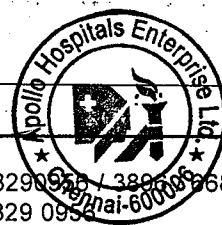
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**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

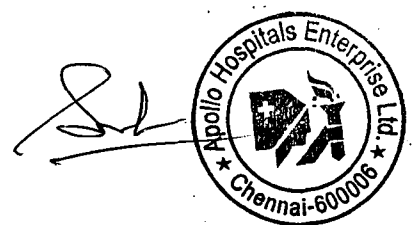
**General Office :**  
"Ali Towers", III Floor,  
#55, Greams Road,  
Chennai - 600 006.

Tel : 044 - 28290955 / 389609681  
Telefax : 044 - 2829 0955  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com





Sr. No.	List of Documents/ details to be submitted	Yes/No/Not Applicable/ To be submitted
11.	Pre & Post Scheme Networth of the Companies involved in the Scheme. Companies are required to submit Certificate from Statutory Auditors / Practicing Chartered Accountants / Practicing Company Secretary. (Networth = Equity Share Capital + Free Reserves** - Miscellaneous Expenditure written off, along with the detailed working)	Net-worth certificate for AHIL and APL are enclosed as <b>Appendix 9</b> and <b>Appendix 9A</b> respectively
12.	Board resolution approving the scheme of arrangement.	Board resolution dated 14 November 2018 is enclosed as <b>Appendix 10</b> and <b>Appendix 10A</b> .
13.	Brief details of the transferee/resulting and transferor/demerged companies as per format enclosed at Annexure II of this checklist.	Brief details of AHIL and APL as per required format are enclosed as <b>Appendix 11</b> .
14.	Confirmation from all the companies involved in the scheme regarding the following: a. The Company, its promoters or Directors have never been declared as wilful defaulter as per RBI Circular Ref.No.RBI/2015-16/100 DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks. b. The Company, its promoters or Directors have not been directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities. c. The Company, its promoters or Directors do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by any recognised stock exchange	Confirmation from AHIL and APL is enclosed as <b>Appendix 12</b> and <b>Appendix 12A</b> respectively.
15.	Confirmation by the Managing Director/ Company Secretary as per format enclosed as Annexure III of this checklist.	Confirmation by the Managing Director/ Company Secretary is enclosed as <b>Appendix 13</b> .
16.	Rationale behind the Scheme of Arrangement	Rationale of the scheme is enclosed as <b>Appendix 14</b>



Sr. No.	List of Documents/ details to be submitted	Yes/No/Not Applicable/ To be submitted
17.	Name of the Designated Stock Exchange (DSE) for the purpose of coordinating with SEBI	National Stock Exchange Limited is the Designated Stock Exchange (DSE) for the purpose of coordinating with SEBI Undertaking enclosed as <b>Appendix 15</b>
18.	Processing Fees (Non-Refundable): a) Payable to Exchange = Rs. 2 Lac plus applicable service tax. b) Payable to SEBI at the rate of 0.1% of the paid-up share capital of the listed / transferee / resulting company, whichever is higher, post sanction of the proposed scheme, subject to a cap of Rs.5,00,000. (No Service Tax / No TDS)	a) Processing Fee of Rs. 236,000/-, payment done through RTGS on 27 <sup>th</sup> March 2019, vide UTR No. N086190784341970 through HDFC Bank to the following bank account of NSE. Beneficiary Name : National Stock Exchange Account No. : VNSE00APOLLOHOSP IFSC Code : IBKL0001000 Bene Bank Name : IDBI BANK Bene Branch Name : MUMBAI  b) Demand Draft (vide D.D. No.866464, dt 20/02/2019) favoruing <b>Securities and Exchange Board of India</b> drawn on Indian Overseas Bank, Chennai for Rs. 500,000/-
19.	Name: Designation of the Contact Person Telephone Nos. (landline & mobile) Email ID.	S M Krishnan, Company Secretary and Compliance Officer Ph: 98411 28277 Email:companysecretary@apollohospitals.com
20.	Complaints Report as per Para 1(A)(6) of Annexure-I of SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as per format enclosed at Annexure IV of the checklist.	To be submitted within 7 days of expiry of 21 days from the date of uploading of draft Scheme and related documents on Exchange's website.


We trust the above documents/ clarifications meets with your requirements and accordingly request you to provide necessary "No Objection" at the earliest to enable us to file the Scheme with the NCLT:

If you require any further clarifications/ information, we would be happy to provide the same.

Thanking you,

Yours faithfully,

For **Apollo Hospitals Enterprise Limited**



**S M Krishnan**  
**Company Secretary and Compliance Officer**  
Encl.: As above



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AUTHORISED SIGNATOR

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# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## SCHEME OF ARRANGEMENT

### BETWEEN

APOLLO HOSPITALS ENTERPRISE LIMITED  
(TRANSFEROR COMPANY)

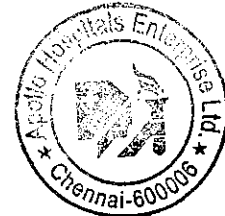
### AND

APOLLO PHARMACIES LIMITED  
(TRANSFeree COMPANY)

### AND

THEIR RESPECTIVE SHAREHOLDERS

(UNDER SECTIONS 230 TO 232 OF THE COMPANIES ACT, 2013 including any statutory  
modifications, re-enactment or amendments thereof)



IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greaves Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : [apolloshares@vsnl.net](mailto:apolloshares@vsnl.net)  
Website: [www.apollohospitals.com](http://www.apollohospitals.com)

## **PREAMBLE**

### **(A) BACKGROUND AND DESCRIPTION OF THE COMPANIES WHO ARE PARTIES TO THIS SCHEME**

1. This Scheme is presented pursuant to the provisions of sections 230 to 232 and other relevant provisions of the Companies Act, 2013, as may be applicable, for the transfer of the Divestment Business of the Transferor Company and vesting of the same with the Transferee Company, on a going concern basis by way of a Slump Sale in accordance with section 2(42C) of the IT Act.

Additionally, this Scheme also provides for various other matters consequential or otherwise integrally connected herewith.

2. Apollo Hospitals Enterprise Limited, the Transferor Company, is a listed public limited company incorporated on 05<sup>th</sup> December 1979 under the provisions of the Companies Act, 1956, having Corporate Identification Number (CIN) as L85110TN1979PLC008035 and having its registered office situated at 19, Bishop Gardens, R A Puram, Chennai – 600028, Tamil Nadu. The equity shares of the Transferor Company are listed on the Stock Exchanges.

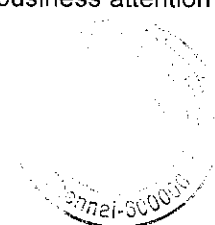
The Transferor Company is engaged in the business of enhancing the quality of life of patients by providing comprehensive, high quality hospital services on a cost-effective basis. The principal activities of the Company include operation of multi-disciplinary private hospitals, clinics, and pharmacies.

Apollo Pharmacies Limited, the Transferee Company, is an unlisted public company incorporated on 08<sup>th</sup> July 2016 under the provisions of the Companies Act, 2013, having Corporate Identification Number (CIN) as U52500TN2016PLC111328 and having its registered office situated at No.19, Bishop Gardens, Raja Annamalaipuram, Chennai – 600028, Tamil Nadu.

The Transferee Company is engaged in the business of buying, selling, importing, exporting, distribution or dealing in or manufacturing, Medical and Pharmaceuticals products like intravenous sets, intravenous solutions, all kinds of drugs, disinfectants, tinctures, colloidal products, injectable and all pharmaceuticals and medical preparations.

### **(B) RATIONALE AND BENEFITS OF THE SCHEME**

The Board of Transferor Company believe that the business of front end retail pharmacy carried out at standalone pharmacy has matured to a stage that it requires greater business attention



and possesses high growth potential, independent of the hospitals business. Further, the Board of Transferor Company believe that the risks and reward associated with each of the aforesaid business verticals is different. Hence, the Transferor Company have proposed to enter into this Scheme to enable its management to develop focussed business verticals. The Board of Transferor Company and Transferee Company are of the opinion that the arrangement under this Scheme would result in benefit to members, creditors and employees of each of Transferor Company and Transferee Company.

The transfer of the Divestment Business pursuant to this Scheme would inter alia result in the following benefits:

I) In case of the Transferor Company:

- Divesting standalone pharmacy business and utilizing the proceeds towards growth and enhancement of other existing businesses;
- Enhancing strategic flexibility to build a viable platform solely focusing on each of the businesses; and
- Enable dedicated management focus, resources and skill set allocation to each business, which will in turn accelerate growth and unlock value for the shareholders.

II) In case of the Transferee Company:

- Creation of value for shareholders by acquiring ready-to use assets, including business undertakings and reducing time to markets;
- Strengthening and streamlining the Direct-to-Consumer (D2C) front end operations of the standalone retail pharmacies;
- Enhancing the private label business; and
- Enabling foray into Digital / Online Pharmacy.

(C) **PARTS OF THIS SCHEME**

The Scheme is divided into following parts:

Part A - Definitions and share capital;

Part B - Transfer of the Divestment Business of the Transferor Company to the Transferee Company on a going concern basis by way of a Slump Sale;

Part C - General Terms and Conditions.





## **PART A – DEFINITIONS AND SHARE CAPITAL**

### **1 Definitions**

In this scheme, unless repugnant to the subject or meaning or context thereof, the following expressions shall have the meaning attributed to them as below:

- 1.1 **"Accounting Standards"** means the Indian Accounting Standards as notified under section 133 of the Companies Act, 2013 read together with rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and the Companies (Indian Accounting Standards) Amendment Rules, 2016 issued by the Ministry of Corporate Affairs and the other accounting principles generally accepted in India;
- 1.2 **"Act" or "the Act"** means the Companies Act, 2013 and shall include any statutory modifications, re-enactment or amendments thereof for the time being in force;
- 1.3 **"Applicable Law(s)"** means (a) all applicable statutes, enactments, acts of legislature or parliament, laws, ordinances, rules, bye-laws, regulations, notifications, guidelines or policies of any applicable country and/ or jurisdiction; (b) administrative interpretation, writs injunction, directions, directives, judgment, arbitral award, decree, orders or approvals of, or agreements with, any governmental authority; and (c) international treaties, conventions and protocols, as may be in force from time to time;
- 1.4 **"Appointed Date"** means the 01<sup>st</sup> April 2019 or such other date as may be approved by the Competent Authority or any other appropriate authority;
- 1.5 **"Approval"** means any permission, approval, consent, license (including drug licenses issued by relevant authorities as per the applicable regulations), order, decree, authorization, authentication of, or registration, qualification, designation, declaration or filing with or notification, exemption or ruling to or from any Governmental Authority required under any statute or regulation;
- 1.6 **"Assumed Litigations"** shall mean all claims, disputes, causes of action, litigation, and such other proceedings as shall remain attached to and/ or relating to the Divestment Business (or a Part thereof);
- 1.7 **"Board of Directors" or "Board"** means and includes the respective Board of Directors of Transferor Company and Transferee Company or any committee constituted by such Board of Directors for the purposes of the Scheme;

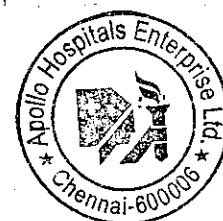


- 1.8 **“CCI”** means the Competition Commission of India;
- 1.9 **“Combination Regulations”** shall have the meaning ascribed to such term in Clause 22.3;
- 1.10 **“Companies”** means Transferor Company and Transferee Company;
- 1.11 **“Competent Authority”** means the National Company Law Tribunal (“NCLT”) & the National Company Law Appellate Tribunal (“NCLAT”) as constituted and authorized as per the provisions of the Companies Act, 2013 for approving any scheme of arrangement, compromise or reconstruction of companies under the relevant provisions of the Act;
- 1.12 **“Consent”** means any license, permission, approval, clearance, permit, notice, consent, authorization, waiver, grant, concession, agreement, certificate, exemption, order, or registration from any Governmental Authority or any other Person;
- 1.13 **“Divestment Assets”** means the Divestment Tangible Fixed Assets, records and current assets, forming part of the Divestment Business;
- 1.14 **“Divestment Business”** means the business of front end retail pharmacy carried out at standalone pharmacy and front end retail pharmacy activity carried out through on-line platform for retail pharmacy and includes without limitation the Divestment Assets, the Divestment Liabilities, the Divestment Employees and Approval for conducting the standalone pharmacy business and on-line platform for retail pharmacy business.

*Explanation:*

In case of any question that may arise as to whether any particular asset or liability and/ or Employee pertains to or does not pertain to the Divestment Business or whether it arises out of the activities or operations of Divestment Business, the same shall be decided with mutual agreement between Board of Transferor Company and Transferee Company;

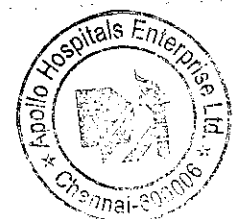
- 1.15 **“Divestment Employees”** means such employees forming part of the Divestment Business at the standalone pharmacy and directly handling the business operations and support functions for Divestment Business as on the Appointed Date and shall include such newly recruited employees, if any, from the Appointed Date to the Effective Date;
- 1.16 **“Divestment Tangible Fixed Assets”** means the tangible fixed asset forming part of the Divestment Business at the standalone pharmacy as on the Appointed Date and shall include such other addition, if any, made from the Appointed Date to the Effective Date;



- 1.17 **"Divestment Liabilities"** shall consist of the following liabilities:
- i. Liabilities in relation to the Divestment Employees forming part of Divestment Business;
  - ii. Liabilities in relation to the contractual obligation pertaining to Divestment Business;
  - iii. Liabilities and obligations of the Transferor Company related to or the result or consequences of Assumed Litigations following the Effective Date other than the Excluded Liabilities;
- Any liabilities other than the above mentioned liabilities shall not form part of Divestment Liabilities;
- 1.18 **"Effective Date"** means the date on which the certified copy of the Competent Authority, sanctioning the Scheme is filed with the ROC, Chennai, Tamil Nadu. Any references in this Scheme to the "date of coming into effect of this Scheme" or "effectiveness of the Scheme" or "Scheme taking effect" shall mean the Effective Date;
- 1.19 **"Encumbrance"** means (a) any mortgage, pledge, lien, charge (whether fixed or floating), hypothecation, assignment, deed of trust, title retention, right of set-off or counterclaim, security interest, security letter conferring any priority of payment in respect of any obligation of any Person, (b) purchase or option agreement or arrangement, right of first refusal, right of first offer, restriction on voting; (c) subordination agreement or arrangement; (d) agreements to create or effect any of the foregoing; (e) interest, option, or transfer restriction in favour of any person; (f) any adverse claim as to title, possession or use, and (g) any encroachment on immovable properties;
- 1.20 **"Excluded Assets"** shall mean all the assets of the Transferor Company other than those forming part of the Divestment Assets;
- 1.21 **"Excluded Liabilities"** means any and all liabilities or obligations of the Transferor Company other than those forming part of Divestment Liabilities;
- 1.22 **"Excluded Litigations"** shall mean all litigations other than the Assumed Litigations and which litigations shall not stand transferred to the Transferee Company pursuant to this Scheme;
- 1.23 **"Governmental Authority"** means (i) a national government, political subdivision thereof; (ii) an instrumentality, board, commission, court, local authority or agency, whether civilian or military, of any of the above, however constituted; and (iii) a government-owned/ government-controlled association, organization in the Republic of India;
- 1.24 **"IT Act"** means the Income-tax Act, 1961 and shall include any statutory modifications, re-enactments or amendments thereof for the time being in force;



- 1.25 **"Listing Regulations"** means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time;
- 1.26 **"Long Stop Date"** means the date immediately after the expiry of 18 (eighteen) months from the Date on which this Scheme is filed with NCLT;
- 1.27 **"Residual Undertaking"** shall mean business undertakings other than the Divestment Business and shall notwithstanding anything contained in clause 1.13 and clause 1.14 above, specifically include inventory in excess of 30 days average inventory at the stand alone pharmacy as identified by the Board of Director of the Transferor Company. Further, it shall specifically include all the intangible assets (whether recognised in the books of account of Transferor Company or otherwise), Excluded Assets, Excluded Liabilities and Excluded Litigations.
- 1.28 **"ROC"** means the respective Registrar of Companies having jurisdiction over the Transferor Company and the Transferee Company, as the case may be;
- 1.29 **"Rs." or "Rupees"** means Indian Rupees, the lawful currency of India;
- 1.30 **"Scheme" "the Scheme" or "this Scheme"** means this scheme of arrangement in its present form or with any modification(s) made under Clause 18 of this Scheme or any modifications approved or directed by the National Company Law Tribunal at Chennai or any other Government Authority;
- 1.31 **"SEBI"** means the Securities and Exchange Board of India;
- 1.32 **"SEBI Circular"** mean the SEBI Circular on 'Schemes of Arrangement' by Listed Companies and relaxation under sub-rule (7) of rule 19 of the Securities Contracts Regulation Rules, 1957 dated 10 March 2017, including any amendments or modifications thereto;
- 1.33 **"Slump Sale"** means the sale of an undertaking on a going concern basis as defined under section 2(42C) of the IT Act, for a lump sum consideration without values being assigned to the individual assets and liabilities;
- 1.34 **"Stock Exchanges"** means the National Stock Exchange of India Limited and the BSE Limited;
- 1.35 **"Transferee Company"** means Apollo Pharmacies Limited, a company incorporated under Companies Act, 2013 and having registered office at No.19, Bishop Gardens, Raja Annamalaipuram, Chennai – 600028, Tamil Nadu.



- 1.36 **“Transferor Company”** means Apollo Hospitals Enterprise Limited, a company incorporated under Companies Act, 1956 and having registered office at 19, Bishop Gardens, R A Puram, Chennai – 600028, Tamil Nadu;
- 1.37 Words denoting the singular shall include the plural and vice versa;
- 1.38 References to any statutory provision shall include any statutory modification to or re-enactment of such provision; and
- 1.39 Clause headings are included for reference only and shall not affect the interpretation of this instrument.
- 1.40 The expressions, which are used but are not defined in this Scheme shall, unless repugnant or contrary to the context or meaning hereof, have the same meaning ascribed to them under the Act, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992 (including the rules, regulations made thereunder), the Depositories Act, 1996, the IT Act and other Applicable Laws.

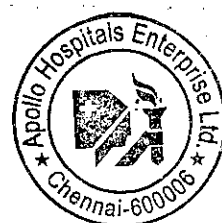
## 2 DATE OF TAKING EFFECT AND OPERATIVE DATE

The Scheme set out herein in its present form or with any modification(s) approved or imposed or directed by the Competent Authority or made as per Clause 18 of the Scheme, shall be effective from the Appointed Date but shall be made operative from the Effective Date.

## 3 SHARE CAPITAL

- 3.1 The share capital of Transferor Company as at 31<sup>st</sup> March 2018 is as under:

Particulars	Amount in Rupees million
<b>Authorised Capital</b>	
200,000,000 Equity Shares of Rs. 5 each	1,000
1,000,000 Preference Shares of Rs. 100 each	100
<b>Total</b>	<b>1,100</b>
<b>Issued</b>	
139,658,177 Equity Shares of Rs.5 each	698.29
<b>Total</b>	<b>698.29</b>
<b>Subscribed and Paid-up</b>	
139,125,159 Equity Shares of Rs. 5 each	695.63
<b>Total</b>	<b>695.63</b>



3.2 The share capital of Transferee Company as at 31<sup>st</sup> March 2018 is as under:

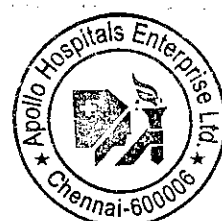
Particulars	Amount in Rupees million
<b>Authorised Capital</b>	
100,000 Equity Shares of Rs. 10 each	1.00
<b>Total</b>	<b>1.00</b>
<b>Issued, Subscribed and Paid-up</b>	
50,000 Equity Shares of Rs. 10 each	0.50
<b>Total</b>	<b>0.50</b>

**PART B – TRANSFER OF DIVESTMENT BUSINESS OF THE TRANSFEROR COMPANY TO THE TRANSFEE COMPANY ON A GOING CONCERN BASIS BY WAY OF A SLUMP SALE**

**4. Transfer and vesting of the Divestment Business**

4.1. Upon this Scheme becoming effective and with effect from the Appointed Date, the Divestment Business of the Transferor Company shall stand transferred and vest in the Transferee Company on a going concern basis by way of a Slump Sale without any requirement of a further act or deed so as to become as and from the Appointed Date, the undertaking of the Transferee Company, and to vest in the Transferee Company, all the Divestment Assets, Divestment Liabilities, Approval (including drug licenses issued by relevant authorities as per the applicable regulations), rights, title or obligations of the Divestment Business therein, in the manner described hereunder:

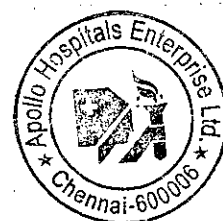
- In the event any part of the Divestment Business intended to be transferred does not get transferred to the Transferee Company upon the effectiveness of the Scheme, the Transferor Company and the Transferee Company undertake to take all necessary steps, and execute all necessary documents, to ensure the transfer of such part of the Divestment Business thereof to the Transferee Company forthwith without any further consideration. The Transferor Company and the Transferee Company agree that pending such transfer, the Transferor Company shall hold such part of the Divestment Business in trust for the Transferee Company, and shall put in place necessary arrangements to allow the Transferee Company to enjoy the benefit of the same without incurring monetary obligations for such actions;
- The Divestment Assets, Divestment Liabilities, Approval, Assumed Litigations and the Divestment Employees which form part of the Divestment Business shall be transferred to the Transferee Company in accordance with this Scheme under the provisions of Section 230 to 232 of the Companies Act, 2013. For the avoidance of doubt, the Residual Undertaking shall continue to vest in the Transferor Company;



- Upon the Scheme becoming effective, the Transferee Company shall carry out or perform all such formalities and compliances under various Applicable Laws or to be out or performed in relation to or as a consequence of the vesting of the Divestment Business into the Transferee Company.

## **5. Transfer of Divestment Assets**

- 5.1. Upon this Scheme becoming effective and with effect from the Appointed Date, all Divestment Assets relating to the Divestment Business, as are movable in nature or are otherwise capable of transfer by manual delivery or by endorsement and delivery in whatsoever nature and wherever situated shall under the provisions of Section 230 to 232 of the Companies Act, 2013, shall stand transferred to and vested in the Transferee Company and shall become the property and an integral part of the Transferee Company. The vesting pursuant to this clause shall be deemed to have occurred by manual delivery or endorsement and delivery, as appropriate to the property being vested and title to the property shall be deemed to have been transferred accordingly.
- 5.2. Upon this Scheme becoming effective and with effect from the Appointed Date, all movable Divestment Assets of the Transferor Company relating to the Divestment Business, other than those specified in clause 5.1 above, including cash and cash equivalents, sundry debtors, outstanding loans and advances, if any, recoverable in cash or in kind or for value to be received, bank balances and deposits, if any, with government, semi-government, local and other authorities and bodies, customers and other persons shall without any requirement of a further act, instrument or deed become the property of the Transferee Company.
- 5.3. Upon this Scheme becoming effective and with effect from the Appointed Date, in relation to Divestment Assets, if any, belonging to the Divestment Business which require separate documents for vesting in the Transferee Company, or which the Transferor Company and/ or the Transferee Company otherwise desire to be vested separately, the Transferor Company and the Transferee Company will execute such deeds, documents or such other instruments, if any, as may be mutually agreed.
- 5.4. It is hereby clarified that if any Divestment Assets (including but not limited to any estate, rights, title, interest in or authorities relating to such Divestment Assets) in relation to the Divestment Business which the Transferor Company owns, cannot be transferred to the Transferee Company for any reason whatsoever, the Transferor Company shall hold such Divestment Asset in trust for the benefit of the Transferee Company.

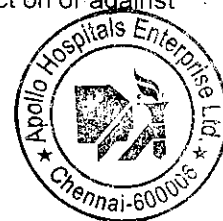


## **6. Transfer of Divestment Liabilities**

- 6.1. Subject to clause 10.1 below, upon this Scheme becoming effective and with effect from the Appointed Date, all Divestment Liabilities shall stand transferred, or be deemed to have been transferred to the Transferee Company so as to become from the Appointed Date, the liabilities of the Transferee Company and the Transferee Company undertakes to meet, discharge and satisfy the same. It is however clarified that any liabilities in relation to the Divestment Business that may arise or crystalize subsequent to the Appointed Date but relate to a period prior to the Appointed Date shall be solely borne by and discharged by the Transferor Company.
- 6.2. The vesting of the Divestment Business as aforesaid, shall be subject to the existing securities, charges, hypothecation and mortgages, if any, subsisting in relation to any loans or borrowings of the Divestment Business, provided however, any reference in any security documents or arrangements to which the Transferor Company is a party, wherein the Divestment Assets of the Divestment Business have been or are offered or agreed to be offered as securities for any financial assistance or obligations, shall be construed as a reference to only the Divestment Assets pertaining to the Divestment Business as are vested in the Transferee Company as per this Scheme, to the end and intent that any such security, charge, hypothecation and mortgage shall not extend or be deemed to extend to any of the other Excluded Assets of the Transferor Company or any of the Assets of the Transferee Company. Provided further, that the securities, charges, hypothecation and mortgages (if any subsisting) over and in respect of the Divestment Assets or any part thereof of the Transferee Company shall not continue with respect to such Divestment Assets or part thereof.
- 6.3. The provisions of clause 6 shall operate notwithstanding anything to the contrary contained in any deed or writing or the terms of sanction or issue or any security document, all of which instruments shall stand modified and/ or superseded by the foregoing provisions. For avoidance of doubt the provisions of clause 6 shall not be construed as limiting the operation of Part C of this Scheme.

## **7. Contracts, Approval and other instruments**

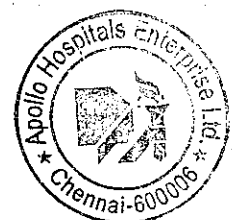
- 7.1. Upon this Scheme becoming effective and with effect from the Appointed Date and subject to the provisions of this Scheme, contracts, Approval, deeds, rights to the lease agreements, agreements entered into with various persons including independent consultants, subsidiaries/associate/joint venture companies and other shareholders of such subsidiaries/ associate/ joint venture companies, arrangements and other instruments of whatsoever nature in relation to the Divestment Business, to which the Transferor Company is a party or to the benefit of which the Transferor Company may be eligible, and which are subsisting or have effect immediately before the Effective Date, shall continue in full force and effect on or against





or in favor of, as the case may be, of the Transferee Company and may be enforced as fully and effectually as if, instead of the Transferor Company, the Transferee Company had been a party or beneficiary or oblige thereto or thereunder.

- 7.2. Without prejudice to the other provisions of this Scheme and notwithstanding that the vesting of the Divestment Business with the Transferee Company occurs by virtue of this Scheme itself, the Transferee Company may, at any time after the coming into effect of this Scheme in accordance with the provisions hereof, if so required, under any Applicable Law or otherwise, execute deeds, confirmations or other writings or arrangements with any party to any contract or arrangement to which the Transferor Company is a party or any writings as may be necessary to be executed merely in order to give formal effect to the above provisions. The Transferor Company will, if necessary, also be a party to the above. The Transferee Company shall, under the provisions of this Scheme, be deemed to be authorized to execute any such writings on behalf of the Transferor Company and to carry out or perform all such formalities or compliances referred to above on the part of the Transferor Company to be carried out or performed.
- 7.3. Without prejudice to the generality of the foregoing, it is clarified that upon this Scheme becoming effective and with effect from the Appointed Date, all consents, agreements, permissions, all statutory or regulatory licenses (including drug licenses issued by relevant authorities as per the applicable regulations), certificates, insurance covers, clearances, authorities, powers of attorney given by, issued to or executed in favor of the Transferor Company in relation to the Divestment Business shall stand transferred to the Transferee Company as if the same were originally given by, issued to or executed in favor of the Transferee Company, and the Transferee Company shall be bound by the terms thereof, the obligations and duties thereunder, and the rights and benefits under the same shall be available to the Transferee Company. In so far as the various incentives, subsidies, schemes, special status and other benefits or privileges enjoyed, granted by any governmental body, local authority, or by any other person, or availed by the Transferor Company in relation to the Divestment Business are concerned, the same shall vest with and be available to the Transferee Company on the same terms and conditions as applicable to the Transferor Company, as if the same had been allotted and/ or granted and/ or sanctioned and/ or allowed to the Transferee Company.
- 7.4. It is hereby clarified that if any contract, Approval, agreements, schemes, arrangements or other instruments of whatsoever nature in relation to the Divestment Business to which the Transferor Company is a party, cannot be transferred to the Transferee Company for any reason whatsoever shall hold such contract, deeds, bonds, agreements, schemes, arrangements or other instruments of whatsoever nature in trust for the benefit of the Transferee Company.



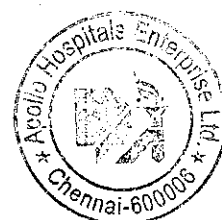
## **8. Action on Effective Date**

- 8.1 Effective Date shall be on a date mutually agreed between the Transferor Company and the Transferee Company but shall be no later than 30 (thirty) Business Days from the later of (a) the date of receipt of the NCLT Order (s) sanctioning the Scheme (or the NCLT Order(s) for granting extension of time or condonation of delay in or granting extension of time for filing e-form INC 28, if applicable); and (b) fulfilment of the regulatory approvals for obtaining sanction for this Scheme.
- 8.2 The activities/ matters contemplated under this Scheme to be completed on the Effective Date shall be deemed to occur simultaneously and no such activity/ matter shall be consummated, or be deemed to be consummated, unless all such activities/ matters have been consummated.
- 8.3 On the Effective Date, each of the following shall be simultaneously undertaken:
- The Transferor Company and the Transferee Company shall each duly file e-form INC 28 on the website of the Ministry of Corporate Affairs;
  - The Transferee Company shall convene a meeting of its Board of Directors or committee of directors so authorised for declaring the effectiveness of the Scheme, and shall provide a certified true copy of the said resolution to the Transferor Company provided that failure to hold such meeting will not render the Scheme ineffective;
  - The Transferor Company shall convene a meeting of its Board of Directors or committee of directors so authorised for declaring the effectiveness of the Scheme and shall provide a certified true copy of the said resolution to the Transferee Company, provided that failure to hold such meeting will not render the Scheme ineffective;
  - The Divestment Business (including the Divestment Assets, the Divestment Liabilities, the Divestment Employees and the Assumed Litigations) and all rights, benefits and interest therein, shall stand transferred to the Transferee Company pursuant to the Scheme in the manner set out herein, free of any Encumbrance;
  - With effect from the Effective Date, the Transferee Company shall pay, perform and discharge, when due, or cause to be paid, performed and discharged when due, all the Divestment Liabilities in relation to the period after the Effective Date.

## **9. Divestment Employees**



- 9.1. Upon this Scheme becoming effective, the Divestment Employees relating to the Divestment Business as on the Appointed Date, if any, shall be deemed to have become employees of the Transferee Company, without any interruption of service and on the basis of continuity of service and on the same terms and conditions as those applicable to them with reference to the Transferor Company on the Appointed Date. The services of such Divestment Employees, if any, with the Transferor Company up to the Appointed Date shall be taken into account for the purposes of all benefits to which the Divestment Employees, if any, may be eligible under Applicable Law.
- 9.2. Insofar as the provident fund, gratuity fund, superannuation fund, retirement fund and any other funds or benefits created by the Transferor Company for its Employees or to which the Transferor Company is contributing for the benefit of its Employees (collectively referred to as the "Funds") are concerned, the Funds or such part thereof as relates to the Employees (including the aggregate of all the contributions made to such Funds for the benefit of the Employees, accretions thereto and the investments made by the Funds in relation to the Employees) shall be transferred to the Transferee Company and shall be held for the benefit of the concerned Employees. In the event the Transferee Company has its own funds in respect of any of the employee benefits referred to above, the Funds shall, subject to the necessary approvals and permissions and at the discretion of the Transferee Company, be merged with the relevant funds of the Transferee Company. In the event that the Transferee Company does not have its own funds in respect of any of the above or if deemed appropriate by the Transferee Company, the Transferee Company may, subject to necessary approvals and permissions, maintain the existing funds separately and contribute thereto until such time that the Transferee Company creates its own funds, at which time the Funds and the investments and contributions pertaining to the Employees shall be merged with the funds created by the Transferee Company.
- 9.3. In relation to those Employees for whom the Transferor Company is making contributions to the government provident fund or other employee benefit fund, the Transferee Company shall stand substituted for the Transferor Company, for all purposes whatsoever, including relating to the obligation to make contributions to the said fund in accordance with the provisions of such fund, bye laws, etc. in respect of such Employees, such that all the rights, duties, powers and obligations of the Transferor Company as the case may be in relation to such schemes/ Funds shall become those of the Transferee Company.
- 9.4. Upon this Scheme becoming effective, all contributions to funds and schemes in respect of provident fund, employee state insurance contribution, gratuity fund, superannuation fund, staff welfare scheme or any other special schemes or benefits created or existing for the benefit of the Divestment Employees of the Divestment Business, if any, shall be made by the Transferee Company in accordance with the provisions of such schemes or funds and Applicable Law.

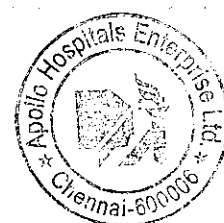


## **10. Continuation of Legal Proceedings**

- 10.1. Upon this Scheme becoming effective, all Assumed Litigations (including before any statutory or quasi-judicial authority or tribunal) by or against the Transferor Company which may be instituted after the Appointed Date and which relate to a period after the Appointed Date and in each case relating to the Divestment Business would stand transferred, or be deemed to stand transferred to the Transferee Company and shall solely be continued and enforced by or against the Transferee Company. However, it is clarified that all legal or Other proceedings (including before any statutory or quasi-judicial authority or tribunal) by or against the Transferor Company pending on the Appointed Date and/ or which may be instituted after the Effective Date but which relate to a period on or prior to the Appointed Date and in each case relating to the Divestment Business would be to the sole account of the Transferor Company and shall solely be continued and enforced by or against the Transferor Company.
- 10.2. Any difference or difficulty as to whether any specific Assumed Litigation relates to the Divestment Business, shall be mutually decided between the Board of Directors of the Transferor Company and the Transferee Company and such mutual decision shall be conclusive and binding on the Companies.

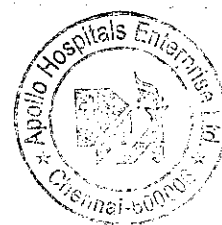
## **11. Treatment of taxes**

- 11.1. Upon this Scheme becoming effective and with effect from the Appointed Date, all taxes and duties payable by the Transferor Company (including under the IT Act, Customs Act, 1962, Central Excise Act, 1944, State Sales Tax laws), Central Sales Tax Act, 1956, VAT/ Service tax, Goods and Services Tax laws and all other Applicable Laws), accruing and relating to the Divestment Business, including but not limited to tax payments, tax deducted at source, minimum alternate tax, any refund and claims which may arise after the Effective Date and which relate to a period after the Effective Date shall, for all purposes, be treated as tax payments, tax deducted at source, minimum alternate tax or refunds and claims, as the case may be, of the Transferee Company. However, it is clarified that, all taxes and duties payable by the Transferor Company (including under the IT Act, Customs Act, 1962, Central Excise Act, 1944, State Sales Tax laws), Central Sales Tax Act, 1956, VAT/ Service tax, Goods and Services Tax laws and all other Applicable Laws), accruing and relating to the Divestment Business, including but not limited to tax payments, tax deducted at source, minimum alternate tax, any refund and claims existing on the Effective Date and which may arise after the Effective Date but which relate to a period on or before the Effective Date shall, for all purposes, be treated as tax payments, tax deducted at source, minimum alternate tax or refunds and claims, as the case may be, of the Transferor Company.



- 11.2. Upon this Scheme becoming effective, all unutilized credits and exemptions, benefit of carried forward losses and other statutory benefits, including in respect of income tax (including but not limited to tax deducted at source, tax collected at source, advance tax, minimum alternate tax credit etc.), cenvat, customs, value added tax, sales tax, service tax, goods and services tax, etc. relating to the Divestment Business to which the Transferor Company is entitled to, which may arise after the Appointed Date and which relate to a period after the Appointed Date shall be available to and vest in the Transferee Company, without any further act or deed. However, it is clarified that all unutilized credits and exemptions, benefit of carried forward losses and other statutory benefits, including in respect of income tax (including but not limited to tax deducted at source, tax collected at source, advance tax, minimum alternate tax credit etc.), cenvat, customs, value added tax, sales tax, service tax, goods and services tax etc. relating to the Divestment Business to which Transferor Company is entitled to, existing on the Appointed Date and which may arise after the Appointed Date but which relate to a period on or before the Appointed Date shall be available to and remain with the Transferor Company, without any further act or deed.
- 11.3. The Board of Directors of the Transferor Company and the Transferee Company shall be empowered to determine if any specific tax liability or any tax proceeding relates to the Divestment Business and whether the same would be transferred to the Transferee Company.
- 11.4. Any refund under the tax laws due to the Transferor Company pertaining to the Divestment Business consequent to the assessments made on the Transferor Company and for which no credit is taken in the accounts as on the date immediately preceding the Appointed Date shall belong to Transferor Company. Any refund under the tax laws (excluding income-tax) due to the Transferor Company pertaining to the Divestment Business consequent to the assessments made on the Transferor Company and for which no credit is taken in the accounts as on the Appointed Date and any day thereafter shall belong to Transferee Company. The relevant authorities shall be bound to transfer to the account of and give credit for the same to the Transferee Company upon the passing of the orders on this Scheme by the Competent Authority upon relevant proof and documents being provided to the said authorities.
- 11.5. The Transferor Company may be entitled to various incentive schemes and pursuant to this Scheme, it is declared that the benefits under all such schemes and policies pertaining to the Divestment Business shall stand transferred to and vested in the Transferee Company and all benefits, entitlements and incentives of any nature whatsoever including benefits under the income tax, excise, sales tax, service tax, goods and services tax, exemptions, concessions, remissions, subsidies and other incentives in relation to the Divestment Business, to the extent statutorily available, shall be claimed by the Transferee Company.

## **12. Conduct of Divestment Business**



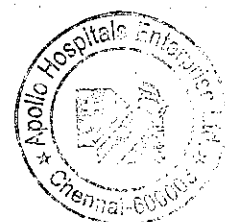
- 12.1. Subject to the effectiveness of this Scheme, with effect from the date of approval of this Scheme by the Board of Directors of the Transferor Company and the Transferee Company, and up to and including the Date on which the Transferee Company obtains the requisite registration, approvals, exemptions, reliefs, etc., as may be required under any Applicable Law for carrying on business, the Transferor Company shall carry on the business of the Divestment Business with reasonable diligence and business prudence and in the same manner as it had been doing hitherto.
- 12.2. The Transferee Company shall also be entitled, pending the effectiveness of this Scheme, to apply to the central government, state government, and all other agencies, departments and statutory authorities concerned wherever necessary, for such consents, approvals and sanctions which the Transferee Company may require including the registration, approvals, exemptions, reliefs, etc., as may be required/granted under any Applicable Law for carrying on business.

### **13. Consideration**

- 13.1. Upon this Scheme coming into effect, the Transferee Company shall discharge the lump sum consideration of Rs. 5,27,80,00,000 (Rupees Five Hundred Twenty Seven Crore Eighty Lakhs only) to the Transferor Company in the form of cash through normal banking channels. It is clarified that capital gains tax, if any, that may arise on account of payment of the consideration shall be the sole responsibility of the Transferor Company.

### **14. Residual Undertaking of the Transferor Company**

- 14.1. The Residual Undertaking and all the Excluded Assets, Excluded Liabilities, rights, title, interest or obligations thereto shall continue to belong to and be vested in and be managed by the Transferor Company and the Transferee Company shall have no right, claim or obligation in relation to the Residual Undertaking.
- 14.2. All legal, taxation and other proceedings whether civil or criminal (including before any statutory or quasi-judicial authority or tribunal) by or against the Transferor Company under any statute, whether pending on the Appointed Date or which may be instituted at any time thereafter, and in each case pertaining to the Residual Undertaking shall be continued and enforced by or against the Transferor Company after the Appointed Date. The Transferee Company shall in no event be responsible or liable in relation to any such legal or other proceeding against the Transferor Company.
- 14.3. With effect from and beyond the Appointed Date, the Transferor Company:



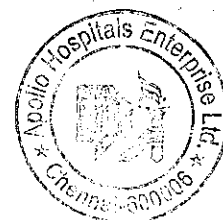
- (i) shall be deemed to have been carrying on and to be carrying on all the business and activities relating to the Residual Undertaking for and on its own behalf; and
- (ii) all profits accruing to the Transferor Company thereon or losses arising or incurred by it relating to the Residual Undertaking shall for all purposes be treated as the profits or losses, as the case may be, of the Transferor Company.

**15. Accounting treatment in the books of the Transferee Company**

- 15.1. As on the Appointed Date, Transferee Company, shall allocate the consideration paid by it as per clause 13 above, amongst the Divestment Assets and Divestment Liabilities pertaining to the Divestment Business transferred by Transferor Company to Transferee Company.
- 15.2. The Board of Directors of the Transferee Company shall determine the allocation of the consideration paid by it amongst the Divestment Assets and Divestment Liabilities pertaining to the Divestment Business at their acquisition-date fair values as stated in para 18 of Ind AS 103 – Business Combinations.
- 15.3. Subsequent to the accounting treatment carried out as above, Transferee Company shall record the difference, if any, between the consideration paid as per clause 13 above and the amount allocated to such net assets (assets minus liabilities whether recorded or not) taken over as goodwill or capital reserve as the case may be.
- 15.4. The Board of Directors will take necessary steps to ensure that the Scheme is in compliance with Indian Accounting Standard – 103, Business Combinations.

**16. Accounting treatment in the books of the Transferor Company**

- 16.1. Upon the Scheme becoming effective, Transferor Company shall reduce the book value of Divestment Assets and Divestment Liabilities pertaining to the Divestment Business transferred to Transferee Company.
- 16.2. The surplus or deficit, if any, arising out of the difference between the book value of the Divestment Assets and Divestment Liabilities of the Divestment Business transferred to Transferee Company and the consideration received by Transferor Company as per clause 13 above, in lieu of such transfer shall be recognised in Profit and Loss account.
- 16.3. The Board of Directors will take necessary steps to ensure that the Scheme is in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the rules made there under.



## **PART C – GENERAL TERMS AND CONDITIONS**

### **17. Application to the Competent Authority**

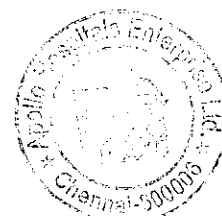
- 17.1. Each of the Companies shall jointly make the requisite company applications/ petitions under sections 230 to 232 of the Companies Act, 2013 and other applicable provisions of the Act to the Competent Authority for seeking sanction of this Scheme.

### **18. Modification or Amendment to this Scheme**

- 18.1. Each of the Companies (acting through their respective Board and/ or sub-committee formed by the Board) may, in their full and absolute discretion, assent to any amendments, alterations or modifications to this Scheme, in part or in whole, which the Competent Authority and/ or any other authorities may deem fit to direct, approve or impose or which may otherwise be considered necessary or desirable for settling any question or doubt or difficulty that may arise for implementing and/ or carrying out this Scheme, including any individual part thereof, or if the Board are of the view that the coming into effect of this Scheme, in part or in whole, in terms of the provisions of this Scheme, could have an adverse implication on all or any of the Companies. Each of the Companies (acting through their respective Board and/ or sub-committee formed by the Board) be and are hereby authorized to take such steps and do all acts, deeds and things, as may be necessary, desirable or proper to give effect to this Scheme, in part or in whole and to resolve any doubts, difficulties or questions whether by reason of the order of Competent Authority or of any directive or orders of any other authorities or otherwise howsoever arising out of, under or by virtue of this Scheme and/ or any matters concerning or connected therewith and may also in their full and absolute discretion, withdraw or abandon this Scheme, or any individual part thereof, at any stage prior to the Effective Date.
- 18.2. If any part of this Scheme is held invalid, ruled illegal by any court of competent jurisdiction, or becomes unenforceable for any reason, whatsoever, whether under present or future laws, then it is the intention of the Companies that such part shall be severable from the remainder of this Scheme and this Scheme shall not be affected thereby, unless the deletion of such part shall cause this Scheme to become materially adverse to either of the Companies in which case the Companies shall attempt to bring about a modification in this Scheme, as will best preserve for the Companies the benefits and obligations of this Scheme, including but not limited to such part.

### **19. Revocation, Withdrawal of this Scheme**

- 19.1. The Transferor Company and/ or the Transferee Company acting through their respective Board shall each be at liberty to withdraw this Scheme.





19.2. In the event of revocation under clause 19.1 above, no rights and liabilities whatsoever shall accrue to or be incurred inter se to the Companies or their respective shareholders or creditors or employees or any other person save and except in respect of any act or deed done prior thereto as is contemplated hereunder or as to any right, liability or obligation which has arisen or accrued pursuant thereto and which shall be governed and be preserved or worked out in accordance with Applicable Law.

19.3. In the event of revocation under clause 19.1 above, the Companies shall take all necessary steps to withdraw this Scheme from the Competent Authority and any other authority and to make all necessary filings/ application as may be required to withdraw this Scheme.

## **20. Effect of non-receipt of approvals**

20.1. In case this Scheme is not sanctioned by Competent Authority or is not approved by SEBI or the Stock Exchanges, or in the event any of consents, approvals, permissions, resolutions, agreements, sanctions or conditions enumerated in this Scheme not being obtained or complied or for any other reason, if this Scheme cannot be implemented, then, this Scheme shall become null and void, and the Transferor Company shall bear the entire cost, charges and expenses in connection with this Scheme unless otherwise mutually agreed.

## **21. Costs, charges, expenses**

21.1. Each of the Companies shall bear its own costs in relation to the negotiations leading up to the transactions contemplated hereunder and to the preparation, execution and carrying into effect of this Scheme.

21.2. Costs and expenses relating to the transfer of the Divestment Business shall be borne solely by the Transferor Company.

## **22. Conditionality of this Scheme**

22.1. The transfer of the Divestment Business to the Transferee Company as contemplated by this Scheme is conditional upon and subject to:

- i The Transferee Company having duly discharged the lump sum consideration to the Transferor Company as provided for under clause 13 of Part B of this Scheme;



- ii The Scheme being approved by respective requisite majorities in numbers and value of such classes of members of the companies as may be directed by the NCLT;
  - iii The Scheme being approved by the public shareholders of the Transferor Company through postal ballot and e-voting. The Scheme shall be acted upon only if the votes cast by the public shareholders in favour of the proposal are more than the number of votes cast by the public shareholders against it as required under the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 issued by SEBI;
  - iv The Scheme being sanctioned by the NCLT under Section 230 to 232 on terms acceptable to Transferor Company and Transferee Company.
- 22.2. This Scheme although to come into operation from the Appointed Date shall not become effective until the necessary certified copies of the orders under section 230 to 232 of the Act shall be duly filed with the ROC of relevant jurisdictions
- 22.3. The occurrence of the first of any of the following, if applicable: pursuant to the provisions of the Competition Act, 2002 of India and the rules and regulations thereunder including the Competition Commission of India (Procedure in Regard to the Transaction of Business Relating to Combinations) Regulations, 2011 ("**Combination Regulations**"), the CCI (or any appellate authority in India having appropriate jurisdiction) having either (i) granted approval to the Scheme in form and substance reasonably acceptable to the Transferor Company and the Transferee Company, or (ii) been deemed to have granted approval to the Scheme through the expiration of time periods available for their investigation and any period of limitation for filing an appeal therefrom having elapsed.

### **23. Operationalization of the Scheme**

- 23.1 This Scheme shall become effective with effect from the Appointed Date.

### **24. Permission to raise capital**

- 24.1. Notwithstanding anything contained in this Scheme and subject to Applicable Law, until this Scheme becomes effective, the Transferor Company and Transferee Company shall have the right to raise capital for the efficient functioning of the business of the Transferor Company and Transferee Company respectively or for any other purpose including for purposes of refinancing, repayment, conversion or prepayment of any loans.

### **25. Compliance with Applicable Laws**



- 25.1. The Companies undertake to comply with all Applicable Laws (including all applicable compliances required by SEBI and the Stock Exchanges) including making the requisite intimations and disclosures to any statutory or regulatory authority and obtaining the requisite consent, approval or permission of any statutory or regulatory authority, which by Applicable Law may be required for the implementation of this Scheme or which by law may be required in relation to any matters connected with this Scheme.
- 25.2. Since the Transferor Company is a listed company, this Scheme is subject to the compliances of the applicable requirements under the Listing Regulations, SEBI Circular and all other statutory directives of SEBI, as applicable.

A handwritten signature in black ink, appearing to read 'S. L. Khan', with a horizontal line underneath.

# B S R & Associates LLP

APPENDIX - 2

Chartered Accountants

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Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011  
India

Telephone +91 (22) 4345 5300  
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**Strictly Private and Confidential**

## The Board of Directors

Apollo Hospitals Enterprise Limited  
#19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai – 600 028,  
Tamil Nadu, India

13 November 2018

### Sub: Recommendation of fair valuation of front-end retail pharmacy business of Apollo Hospitals Enterprise Limited for the proposed slump sale (the "Transaction").

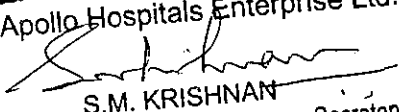
Dear Sirs,

We refer to the engagement letter dated 11 June 2018 (referred to as the "LoE") whereby B S R & Associates LLP, Chartered Accountants ("B S R" or "We" or "Us") has been appointed as an independent valuation advisor by Apollo Hospitals Enterprise Limited ("AHEL" or "Client" or "You" or "Company") to recommend an independent fair valuation of the front-end retail operations of its standalone pharmacy business ("Target" or "Divestment Business") as of 9 November 2018 based on forecast balance sheet as at 1 April 2019.

### SCOPE AND PURPOSE OF THE VALUATION REPORT

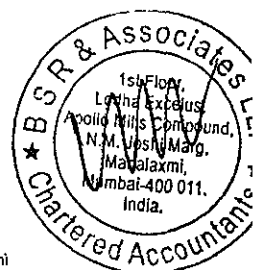
We understand that the Board of Directors of AHEL ("Management") is contemplating a transfer of the front-end retail operations of its standalone pharmacy business to a newly formed company (collectively referred as "Transaction") where AHEL will have a non-controlling stake, in compliance with Foreign Direct Investment ("FDI") regulations applicable to a multi-brand retail business. The Appointed Date for the Transaction is 1 April 2019. The Transaction is proposed to be achieved by way of a court approved slump sale scheme of arrangement ("Scheme").

B S R has been requested by the Board of Directors of AHEL to submit a letter recommending an independent fair valuation of the Divestment Business/Target, in connection with the Transaction. We understand that this Valuation Report will be used by the Client for the above mentioned purpose only and, to the extent mandatorily required under applicable laws of India, may be produced before judicial, regulatory or government authorities, in connection with the Transaction.

**CERTIFIED TRUE COPY**  
For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary

B S R & Associates (a partnership firm with Registration No. BA69226) converted into B S R & Associates LLP (a Limited Liability Partnership with LLP Registration No. AAB-8182) with effect from October 14, 2013

Registered Office  
5th Floor, Lodha Excelus,  
Apollo Mills Compound  
N. M. Joshi Marg, Mahalaxmi  
Mumbai - 400 011



It is to be noted that, B S R is not a "Register Valuer" as defined under the Companies (Registered Valuers and Valuation) Rules, 2017 framed by the Central Government.

This valuation report is subject to the scope, assumptions, exclusions, limitations and disclaimers detailed hereinafter. As such the Valuation Report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to therein.

## SOURCES OF INFORMATION

In connection with preparing this Valuation Report, we have received the following information from the management of the Company ("Management"):

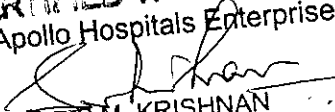
- Audited financial statements of the pharmacy division of AHEL for the period from 1 April 2013 to 31 March 2018 ("Historical period");
- Financial forecasts provided by the Management of AHEL for the period 10 November 2018 to 31 March 2024 ("Management Financial Forecasts");
- Interviews and discussions with the Management to augment our knowledge of the operations of the Divestment Business;
- Draft Slump sale scheme of arrangement, received by us on 12 November 2018
- Draft Preferred Supplier agreement and Draft Brand Licensing agreement, received by us on 12 November 2018
- Other information, explanations and representations that were required and provided by the Management.
- For our analysis, we have relied on published and secondary sources of data, whether or not made available by the Client. We have not independently verified the accuracy or timeliness of the same; and
- Such other analysis, review and enquires, as we considered necessary.

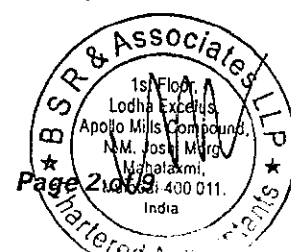
The Company has been provided with the opportunity to review the draft report (excluding the recommended fair valuation of the Target) as part of our standard practice to make sure that factual inaccuracies/ omissions are avoided in our final report.

## SCOPE LIMITATIONS, ASSUMPTIONS, QUALIFICATIONS, EXCLUSIONS AND DISCLAIMERS

Provision of valuation opinions and consideration of the issues described herein are areas of our regular practice. The service does not represent accounting, assurance, accounting/ tax due diligence, consulting or tax related services that may otherwise be provided by us or our affiliates.

This Valuation Report, its contents and the results herein ("Valuation Report") are specific to (i) the purpose of valuation agreed as per the terms of our engagement; and

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For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary



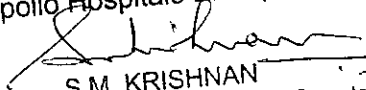
(ii) the date of this Valuation Report and (iii) the latest available financial statements of the Target and other information provided by the Management or taken from public sources till 9 November 2018.

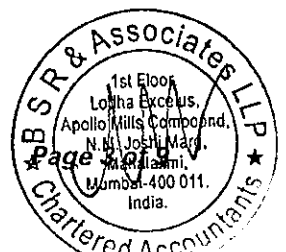
A valuation of this nature is necessarily based on (a) prevailing stock market, financial, economic and other conditions in general and industry trends in particular as in effect on and (b) the information made available to us as of, the date hereof. Events occurring after the date hereof may affect this Valuation Report and the assumptions used in preparing it, and we do not assume any obligation to update, revise or reaffirm this Valuation Report.

The ultimate analysis will have to be tempered by the exercise of judicious discretion by the Valuer and judgment taking into accounts all the relevant factors. There will always be several factors, e.g. management capability, present and prospective competition, yield on comparable securities, market sentiment, etc. which are not evident from the face of the balance sheets but which will strongly influence the worth of a business. This concept is also recognised in judicial decisions.

The recommendation(s) rendered in this Valuation Report only represent our recommendation(s) based upon information received from the Company till 9 November 2018 and other sources and the said recommendation(s) shall be considered to be in the nature of non-binding advice, (our recommendation will however not be used for advising anybody to take buy or sell decision, for which specific opinion needs to be taken from expert advisors). Further, the determination of a business value is not a precise science and the conclusions arrived at in many cases will, of necessity, be subjective and dependent on the exercise of individual judgment. There is, therefore, no undisputable single business value. While we have provided our recommendation of the value of the Divestment Business based on the information available to us and within the scope and constraints of our engagement, others may have a different opinion as to the valuation of the Divestment Business. You acknowledge and agree that you have the final responsibility for the determination of the value at which the Transaction shall take place and factors other than our Valuation Report will need to be taken into account in determining the valuation of the Divestment Business; these will include your own assessment of the Transaction and may include the input of other professional advisors.

In the course of the valuation, we were provided with both written and verbal information, including market, technical, financial and operating data. In accordance with the terms of our engagement, we have assumed and relied upon, without independent verification, (i) the accuracy of the information that was publicly available and formed a substantial basis for this Valuation Report and (ii) the accuracy of information made available to us by the Company. We have not carried out enquiries

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S.M. KRISHNAN  
Vice President - Finance & Company Secretary

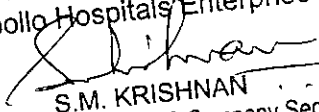


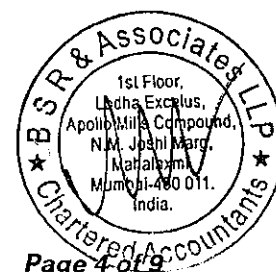
or audit of the Target for the purpose of this engagement, nor have we independently investigated or otherwise verified the data provided. We are not legal or regulatory advisors with respect to legal and regulatory matters for the Transaction. We do not express any form of assurance that the financial information or other information as prepared and provided by the Company is accurate. Also, with respect to explanations and information sought from the Company, we have been given to understand by the Company that they have not omitted any relevant and material factors and that they have checked the relevance or materiality of any specific information to the present exercise with us in case of any doubt. Accordingly, we do not express any opinion or offer any form of assurance regarding its accuracy and completeness.

Our conclusions are based on these assumptions and information given by/ on behalf of the Company. The Management of the Company have indicated to us that it has understood that any omissions, inaccuracies or misstatements may materially affect our valuation analysis/ results. Accordingly, we assume no responsibility for any errors in the information furnished by the Company and its impact on the Valuation Report. Also, we assume no responsibility for technical information (if any) furnished by the Company. However, nothing has come to our attention to indicate that the information provided was materially mis-stated/ incorrect or would not afford reasonable grounds upon which to base the Valuation Report. We do not imply and it should not be construed that we have verified any of the information provided to us, or that our inquiries could have verified any matter, which a more extensive examination might disclose.

In no event shall we be liable for any loss, damages, cost or expenses arising in any way from fraudulent acts, misrepresentations or willful default on part of the Company, their directors, employees or agents. In no circumstances shall the liability of a Valuer, its partners, its directors or employees, relating to the services provided in connection with the engagement set out in this Valuation Report shall exceed the amount paid to such Valuer in respect of the fees charged by it for these services.

The Valuation Report assumes that the Company complies fully with relevant laws and regulations applicable in all its areas of operations unless otherwise stated, and that the Company will be managed in a competent and responsible manner. Further, except as specifically stated to the contrary, this Valuation Report has given no consideration to matters of a legal nature, including issues of legal title and compliance with local laws, and litigation and other contingent liabilities that are not recorded in period Balance Sheet of the Company/Target. Our conclusion of value assumes that the assets and liabilities of the Company/Target, reflected in their respective latest balance sheets remain intact as of the Valuation Report date.

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For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary



This Valuation Report does not address the relative merits of the Transaction as compared with any other alternative business transaction, or other alternatives, or whether or not such alternatives could be achieved or are available.

No investigation of the Company's claim to title of assets has been made for the purpose of this Valuation Report and the Company's claim to such rights has been assumed to be valid. No consideration has been given to liens or encumbrances against the assets, beyond the loans disclosed in the accounts. Therefore, no responsibility is assumed for matters of a legal nature. The fee for the Engagement is not contingent upon the results of the Valuation Report.

We owe responsibility to the Board of Directors of AHEL which have retained us, and nobody else. We will not be liable for any losses, claims, damages or liabilities arising out of the actions taken, omissions of the other. We do not accept any liability to any third party in relation to the issue of this Valuation Report. This Valuation Report is not a substitute for the third party's own due diligence/ appraisal/ enquiries/ independent advice that the third party should undertake for his purpose. It is understood that this analysis does not represent a fairness opinion.

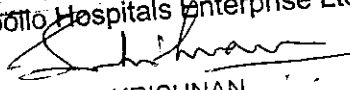
This Valuation Report is subject to the laws of India.

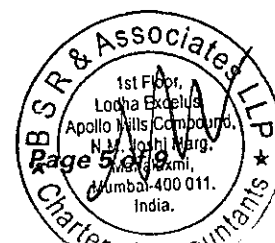
Neither the Valuation Report nor its contents may be referred to or quoted in any registration statement, prospectus, offering memorandum, annual report, loan agreement or other agreement. Further, it cannot be used for purpose other than in connection with the Transaction, without our prior consent. In addition, this Valuation Report does not in any manner address the prices at which equity shares of the Company will trade following consummation of the Transaction and we express no opinion or recommendation as to how the shareholders of the Company should vote at any shareholders' meeting(s) to be held in connection with the Transaction.

## BACKGROUND OF THE COMPANY AND THE TARGET

Apollo Hospitals Enterprise Limited, together with its subsidiaries, provides healthcare services in India and internationally. The company's healthcare facilities comprise primary, secondary, and tertiary care facilities. As of 30 September 2018, it operated 69 hospitals with 9,834 beds. The Company, in addition to retail pharmacy business, operates approximately 89 primary care and 414 diagnostic clinics. Apollo Hospitals Enterprise Limited was founded in 1979 and is headquartered in Chennai, India.

The retail pharmacy business operated by the Client provides multi-brand pharmacy products. The retail pharmacy business commenced operations in 1983. As of 30 September 2018, the Client operates 3,167 retail standalone pharmacy stores having

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For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary





presence in 400+ cities, 24 states including 4 Union Territories across India. It has a dedicated staff of 21,000+ employees.

The front-end retail operations of the Client's retail pharmacy business (i.e. direct sales to the retail customers), is proposed to be transferred to a newly formed company, as part of the court approved slump sale scheme of arrangement. The back-end supply chain operations will continue to remain with the Client. This back-end operations will procure products and supply the same exclusively to the newly formed company.

## APPROACH & METHODOLOGY - BASIS OF TRANSACTION

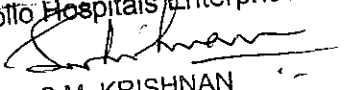
Pursuant to the Scheme, the Transaction contemplates slump sale of the Target. Arriving at the fair valuation for the Transaction would require determining the enterprise value of the Divestment Business being transferred as part of slump sale.

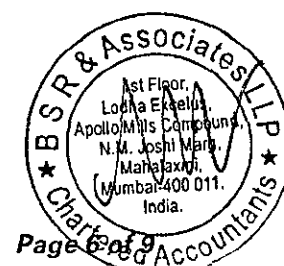
There are several commonly used and accepted methods for determining the value of a business, which have been considered in the present case by Valuer independently, to the extent relevant and applicable, including:

1. Market Price method
2. Comparable Companies' Multiples method / Comparable Transactions' Multiple ("CTM")
3. Discounted Cash Flows method ("DCF")
4. Net Asset Value method (NAV)

It should be understood that the valuation of any company or its assets is inherently imprecise and is subject to certain uncertainties and contingencies, all of which are difficult to predict and are beyond our control. In performing our analysis, we made numerous assumptions with respect to industry performance and general business and economic conditions, many of which is beyond the control of the Company. In addition, this valuation will fluctuate with changes in prevailing market conditions, the conditions and prospects, financial and otherwise, of the Company/Target, and other factors which generally influence the valuation of companies and their assets.

The application of any particular method of valuation depends on the purpose for which the valuation is done. Although different values may exist for different purposes, it cannot be too strongly emphasized that a valuer can only arrive at one value for one purpose. Our choice of methodology of valuation has been arrived at using usual and conventional methodologies adopted for a transaction of a similar nature, regulatory guidelines and our reasonable judgment, in an independent and bonafide manner based on our previous experience of assignments of a similar nature.

For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary



The valuation methodologies used to arrive at the value attributable to the Target are discussed hereunder:

### Market Price Method

The market price of an equity share as quoted on a stock exchange is normally considered as the value of the equity shares of that company where such quotations are arising from the shares being regularly and freely traded in. Further, in the case of a transaction, where there is a question of evaluating the shares of one company against those of another, the volume of transactions and the number of shares available for trading on the stock exchange over a reasonable period would have to be of a comparable standard.

In the present case, the Divestment Business is not listed on any stock exchange. Hence, this method has not been considered for valuation.

### Comparable Companies' Multiple ("CCM") / Comparable Transactions' Multiple ("CTM")

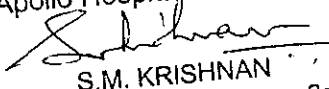
Under this method, value of the equity shares of a company is arrived at by using multiples derived from valuations of comparable companies or comparable transactions, as manifest through stock market valuations of listed companies and the transaction valuation. This valuation is based on the principle that market valuations, taking place between informed buyers and informed sellers, incorporate all factors relevant to valuation. Relevant multiples need to be chosen carefully and adjusted for differences between the circumstances.

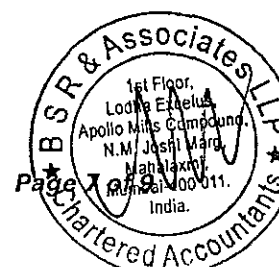
We have also screened and analyzed comparable companies listed in India and outside India, having business operations similar to that of the Target. We understand that the Target will only operate the front-end retail operations of the retail pharmacy business of the Client. We have not used the comparable companies multiple method for our valuation analysis as there are no listed companies in India that operate business similar to that of the Target.

We have not considered Comparable Transactions method for the valuation of the Target on account of lack of credible and sufficient information, in India or outside India, on transactions for which data is available in public domain.

### Discounted Cash Flows ("DCF") Method

Under the DCF method, the projected free cash flows to the firm are discounted at the weighted average cost of capital. The sum of the discounted value of such free cash flows is the value of the firm.

For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary



Using the DCF analysis involves determining the following:

*Estimating future free cash flows:*

Free cash flows are the cash flows expected to be generated by the company that are available to all providers of the company's capital – both debt and equity.

Appropriate discount rate to be applied to cash flows i.e. the cost of capital.

This discount rate, which is applied to the free cash flows, should reflect the opportunity cost to all the capital providers (namely shareholders and lenders), weighted by their relative contribution to the total capital of the company. The opportunity cost to the equity capital provider equals the rate of return the capital provider expects to earn on other investments of equivalent risk.

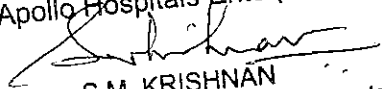
The value so obtained from DCF analysis is the enterprise value of the Target.

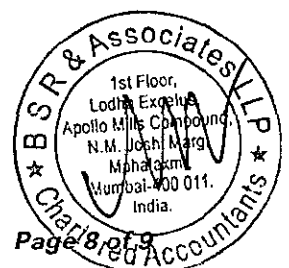
For the purpose of DCF valuation, the free cash flow forecast of the Target is based on Management Business Plan provided by the Management.

We must emphasize that realisations of free cash flow forecast will be dependent on the continuing validity of assumptions on which they are based. Our analysis, therefore, will not, and cannot be directed to providing any assurance about the achievability of the final projections. Since the financial forecasts relate to future, actual results are likely to be different from the projected results because events and circumstances do not occur as expected, and the differences may be material. While carrying out this engagement, we have relied extensively on carved out unaudited historical information made available to us by the Management and the Management Business Plan for future related information. We did not carry out any validation procedures or enquiries with respect to the information provided/ extracted or carry out any verification of the assets or comment on the achievability and reasonableness of the assumptions underlying the Management Business Plan, save for satisfying ourselves to the extent possible that they are consistent with other information provided to us in the course of this engagement.

We have used the DCF method for valuation of the Target.

We understand that balance sheet items not pertaining to the Target would not be transferred as part of the Transaction, and hence have not been considered to arrive at the enterprise valuation of Target.

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For Apollo Hospitals Enterprise Ltd.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary



### Net Asset Value (NAV) Method

The asset based valuation technique is based on the value of the underlying net assets of the business, either on a book value basis or realizable value basis or replacement cost basis.

The NAV method is mainly used in case where the firm is to be liquidated, i.e., it does not meet the "going concern" criteria or in case where the assets base dominate earnings capability. The cost approach is not appropriate for valuation of the Target and hence, has not been considered.

### COMPUTATION OF FAIR VALUATION OF TARGET AS PER B S R ANALYSIS

Valuation Approach	Amount (INR million)	Weightage
Market Approach	NA	0%
Income Approach	5,278	100%
Asset Approach	NA	0%
<b>Enterprise Value</b>	<b>5,278</b>	<b>100%</b>

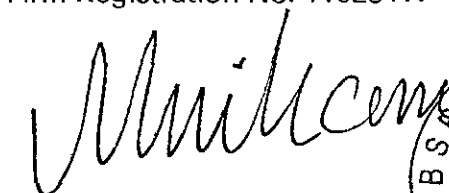
In view of the above, and on consideration of the relevant factors and circumstances as discussed and outlined hereinabove, we recommend an enterprise valuation of the Target at INR 5,278 million as of 9 November 2018 based on forecast balance sheet as at 1 April 2019.

Respectfully submitted.

**For B S R & Associates LLP**

**Chartered Accountants**

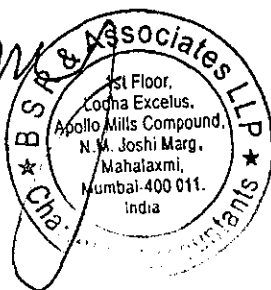
Firm Registration No: 116231W




**Mahek Vikamsey**

**Partner**

Membership No: 108235



Dated: 13 November 2018

  
For Apollo Hospitals Enterprise Ltd.

**S.M. KRISHNAN**

Vice President - Finance & Company Secretary

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## REPORT OF THE AUDIT COMMITTEE OF APOLLO HOSPITALS ENTERPRISE LIMITED DATED 14<sup>TH</sup> NOVEMBER 2018

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### MEMBERS:

1. Mr. G. Venkatraman, Chairman
2. Dr. T. Rajgopal, Member and
3. Mr. Vinayak Chatterjee, Member

### 1. Background:

The Company has placed before the Audit Committee the draft Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders ("Scheme") under Sections 230 to 232 of the Companies Act, 2013 and shall include any statutory modifications, re-enactment or amendments thereof, with appointed date 01<sup>st</sup> April 2019 for recommendation as required under Securities and Exchange Board of India ('SEBI') Circular No. CIR/CFD/DIL3/CIR/2017/21 dated 10th March 2017 and any other circular thereafter ('the Circular').

This report of the Audit Committee is made in order to comply with the requirements of the aforesaid Circular(s) after considering the following necessary documents:

1. Draft Scheme
2. Valuation report dated 13<sup>th</sup> November 2018 issued by BSR & Co LLP; and
3. Fairness opinion dated 14<sup>th</sup> November 2018 issued by ICICI Securities Limited.

*G. Venkatraman*

IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greaves Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## 2. Proposed Scheme of Arrangement:

- The Scheme provides for transfer of divestment business through slump sale from the Company to Apollo Pharmacies Limited
- The Appointed Date for the Scheme is 01<sup>st</sup> April, 2019.
- The Audit Committee noted that the Scheme would result into the following benefits:
  - I) In case of the Company:
    - Unlocking value for the Company by sale of part of its assets;
    - Strengthening the balance sheet of the Company; and
    - Pursue growth opportunities in line with its strategic directions.
  - II) In case of the Apollo Pharmacies Limited
    - Creation of value for shareholders by acquiring ready-to use assets, including business undertakings and reducing time to markets.

## 3. Recommendation of the Audit Committee:

The Audit Committee recommends the Scheme for favourable consideration by the Stock Exchanges and the Securities and Exchange Board of India.

**For and on behalf of the Audit Committee of Apollo Hospitals Enterprise Limited**

**Member of the Committee**

**14<sup>th</sup> November 2018**

**Chennai**

IS/ISO 9001:2000

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19, Bishop Gardens,  
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Email : [apolloshares@vsnl.net](mailto:apolloshares@vsnl.net)  
Website: [www.apollohospitals.com](http://www.apollohospitals.com)

14<sup>th</sup> November, 2018

To,

The Board of Directors  
Apollo Hospitals Enterprise Limited,  
4<sup>th</sup> Floor Ali Towers,  
55 Greaves Road  
Thousand Lights,  
Chennai, 600 006

Dear Sirs,

This has reference to our engagement letter dated 28<sup>th</sup> August, 2018 wherein Apollo Hospitals Enterprise Limited (hereinafter referred to as "you" or "the Company" or "AHEL") has requested ICICI Securities Limited ("I-Sec") to provide a fairness opinion to the Company on the valuation report dated 13<sup>th</sup> November, 2018 ("Valuation Report") issued by BSR & Co. LLP (the "Valuer") for the proposed slump sale of the front end retail pharmacy business (as defined below) in to Apollo Pharmacies Limited ("APL") vide a scheme of arrangement pursuant to the provisions of sections 230 to 232 and other relevant provisions of the Companies Act, 2013 ("Proposed Scheme").

**BACKGROUND, PURPOSE AND USE OF THIS REPORT**

AHEL is engaged in the business of enhancing the quality of life of patients by providing comprehensive, high quality hospital services on a cost-effective basis. AHEL is one of the largest private sector healthcare providers in India. Its business includes health care services (hospitals, heart institutes, cancer institute's etc.), standalone pharmacies and super specialty clinics (sugar, dental, diagnostic etc.). The company is operating one of the largest hospital networks in India and is also the largest pharmacy chain in India. The equity shares of the Company are listed on the BSE Limited ("BSE") and the National Stock Exchange of India ("NSE") (together referred to as the "Stock Exchange")

We understand from the management that AHEL is proposing to transfer the business of front end retail pharmacy carried out at standalone pharmacy and front end retail pharmacy activity carried out through on-line platform ("Divestment Business") into the New Entity - Apollo Pharmacies Limited on a going concern basis by way of a Slump Sale under the Proposed Scheme with effect from 1<sup>st</sup> April, 2019.

For the aforesaid purpose, the management of AHEL has appointed BSR & Co. LLP to prepare a valuation report on proposed transfer of Divestment business, to be placed before the Board and its committees of the Company.

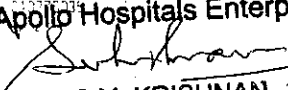
In this connection, we have been requested by the Company to render our advice by way of a fairness opinion from a financial point of view to the Board of Directors of AHEL as to whether

Member of National Stock Exchange of India (NSE) & Bombay Stock Exchange (BSE)  
Capital Market : Tel: (91 22) 4070 1000 Fax: (91 22) 4070 1002  
Futures & Options : Tel: (91 22) 4070 1000 Fax: (91 22) 4070 1002  
Currency Derivatives : Tel: (91 22) 4070 1000 Fax: (91 22) 4070 1002  
CIN No: I270001555

**ICICI Securities Limited**  
**Registered Office (Institutional):**  
ICICI Centre, H. T. Parekh Marg,  
Churchgate, Mumbai 400 020, India  
Tel: (91 22) 2268 2460/70  
Fax: (91 22) 2262 6580

**Name of Compliance Officer (Brokerage Operations):** Ms. Mamta Jayaram Shetty  
**Email Address:** compliance.officer@icicisecurities.com / Tel: (91 22) 4070 1000  
**Website Address:** www.icicisecurities.com / www.icicidirect.com

**CERTIFIED TRUE COPY**  
**For Apollo Hospitals Enterprise Ltd.**

  
**S.M. KRISHNAN**  
Corporate Officer (Retail)  
**Vice President - Finance & Company Secretary**  
P.T.C. Ind. Area, M.I.B.C, Turbhe, Navi Mumbai - 400 705  
Tel: (91 22) 4070 1000  
Fax: (91 22) 4070 1022



the valuation of the Divestment Business, as recommended by the Valuer, in their report dated 13th November, 2018, which forms the basis for Proposed Scheme is fair and reasonable.

This report is intended only for the sole use and information of the Board of Directors of the Company only in connection with the Proposed Scheme including for the purpose of obtaining judicial and regulatory approvals. We are not responsible in any way to any other person / party for any decision of such person or party based on this report. Any person / party intending to provide finance / invest in the shares / business of any of the Companies or their subsidiaries/joint ventures/associates shall do so after seeking their own professional advice and after carrying out their own due diligence procedures to ensure that they are making an informed decision. It is hereby notified that any reproduction, copying or otherwise quoting of this report or any part thereof, other than in connection with the purpose as aforesaid can be done only with our prior permission in writing. We acknowledge that this report may be shared to the extent as may be required, with the relevant High Court, shareholders and creditors at their respective meetings, NCLT, stock exchanges, advisor of the Company in relation to the transfer of Divestment Business, as well as with the statutory authorities.

As per Valuers' recommendation, the Enterprise value of the Divestment Business is Rs. 527.8 crores

#### SOURCES OF INFORMATION

In arriving at the opinion set forth below, we have:

- Perused the draft Valuation Reports and held discussions with the Valuer;
- Perused certain business and financial information provided to us by the Company on the Pharmacy business
- Reviewed the draft of the Proposed Scheme
- Reviewed other information provided by the Company including information provided through their management representation letter and
- Obtained necessary explanations and information which we believed were relevant to the present exercise, from the representatives of the Company

#### SCOPE LIMITATIONS

Our report is subject to the scope limitations detailed hereinafter. As such the report is to be read in totality, and not in parts, in conjunction with the relevant documents referred to therein.

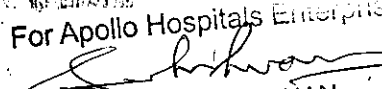
Our work does not constitute an audit, due diligence or certification of the historical financial statements including the working results of the Company or their businesses referred to in this report. Accordingly, we are unable to and do not express an opinion on the accuracy of any financial information referred to in this report.

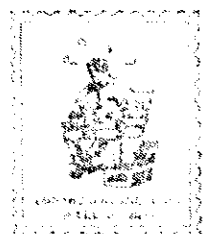
Our analysis and results are specific to the purpose of the exercise of giving our fairness opinion on the Proposed Scheme. It may not be valid for any other purpose or if done on behalf of any other entity.

Capital Market: NSE Regn. No. INR 20070001, BSE Regn. No. INR012420001  
Futures & Options: NSE Regn. No. INR 20070001, BSE Regn. No. INR012420001  
Currency Derivatives: NSE Regn. No. INR 20070001  
CIN No: I071204, I071204, I071204

**ICICI Securities Limited**  
**Registered Office (Institutional):**  
ICICI Centre, E-1, Parkside Marg,  
Churchgate, Mumbai-400 020, India  
Tel: (91 22) 2265 2460-75  
Fax: (91 22) 2262 6580

**Name of Compliance Officer (Broking Operations):** Ms. Mumta Jayaram Shetty  
**Email Address:** complianceofficer@icicisecurities.com / Tel: (91 22) 4070 1000  
**Website Address:** www.icicisecurities.com / www.icicidirect.com

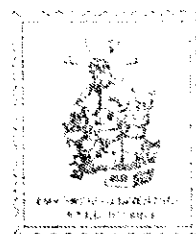
**TRUE COPY**  
**For Apollo Hospitals Enterprise Ltd.**  
  
**S. M. KRISHNAN**  
**Vice President - Finance & Company Secretary**  
Shree Saathi Knowledge Park, Plot No. 1, 2, 3, 4, 5, 6, 7, 8, 9, 10, 11, 12, 13, 14, 15, 16, 17, 18, 19, 20, 21, 22, 23, 24, 25, 26, 27, 28, 29, 30, 31, 32, 33, 34, 35, 36, 37, 38, 39, 40, 41, 42, 43, 44, 45, 46, 47, 48, 49, 50, 51, 52, 53, 54, 55, 56, 57, 58, 59, 60, 61, 62, 63, 64, 65, 66, 67, 68, 69, 70, 71, 72, 73, 74, 75, 76, 77, 78, 79, 80, 81, 82, 83, 84, 85, 86, 87, 88, 89, 90, 91, 92, 93, 94, 95, 96, 97, 98, 99, 100  
Tel: (91 22) 4070 1000  
Fax: (91 22) 4070 1022





In the ordinary course of business, ICICI Securities Limited and its affiliates is engaged in securities trading, securities brokerage and investment activities, as well as providing investment banking and investment advisory services. In the ordinary course of its trading, brokerage and financing activities, any member of the ICICI Securities Limited may at any time hold long or short positions, and may trade or otherwise effect transactions, for its own account or the accounts of customers, in debt or equity securities or senior loans of any Company that may be involved in the Scheme.

**Name of Compliance Officer (Broking Operations) :** Ms. Mamta Jayaram Shetty  
**Email Address:** [complianceofficer@icicisecurities.com](mailto:complianceofficer@icicisecurities.com) / **Te:** (91 22) 4070 1000  
**Website Address:** [www.icicisecurities.com](http://www.icicisecurities.com) / [www.icicidirect.com](http://www.icicidirect.com)






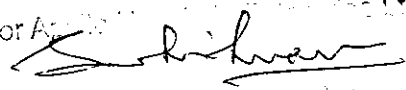
It is understood that this letter is for the benefit of and confidential use by the Board of Directors of AHFL for the purpose of this Proposed Scheme and may not be relied upon by any other person and may not be used or disclosed for any other purpose without obtaining our prior written consent.

#### **RATIONALE & CONCLUSION**

In the circumstances, having regard to all relevant factors and on the basis of information and explanations given to us, we are of the opinion on the date hereof, that the proposed Enterprise value of the Divestment Business as recommended by Valuer, which forms the basis for the Proposed Scheme, is fair and reasonable.

Yours faithfully,  
For ICICI Securities Limited,

  
ASHWANI KISHORE  
(EVP)  
Authorized Signatory

**CERTIFIED TRUE COPY**  
For Approval of the Board of Directors of ICICI Securities Limited.  
  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary

Member of National Stock Exchange of India and Bombay Stock Exchange Ltd.  
Capital Market: NSE Regn. No. 144/2007 (Listed), BSE Regn. No. 143/012006/04  
Futures & Options: NSE Regn. No. 144/2007 (Listed), BSE Regn. No. 143/012006/04  
Currency Derivatives: NSE Regn. No. 144/2007 (Listed), BSE Regn. No. 143/012006/04  
CIN No. L11009MH1994PLC000000

#### **ICICI Securities Limited**

##### **Registered Office (Institutional):**

ICICI Centre, H. T. Parekh Marg,  
Churchgate, Mumbai - 400 020, India  
Tel: (91 22) 2285 2462/70  
Fax: (91 22) 2282 6580

##### **Corporate Office (Retail):**

Shree Swarn Knowledge Park, Plot No. D-507,  
T.T.C. Ind. Area, M.I.D.C., Turbhe, Navi Mumbai - 400 705  
Tel: (91 22) 4070 1000  
Fax: (91 22) 4070 1022

Name of Compliance Officer (Broking Operations): Ms. Manita Jayaram Shetty  
Email Address: [complianceofficer@icicisecurities.com](mailto:complianceofficer@icicisecurities.com) / Tel: (91 22) 4070 1000  
Website Address: [www.icicisecurities.com](http://www.icicisecurities.com) / [www.icicidirect.com](http://www.icicidirect.com)



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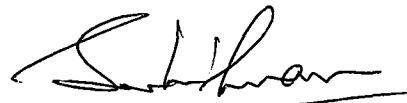
Annexure - I

Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Hospitals Enterprise Limited
- 2 Scrip Code/ Name of Scrip/Class of Security : APOLLOHOSP/508869 / Apollo Hospitals Enterprise Limited / Equity
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended 31st December 2018
- 4 **Declaration** : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	No
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	Yes	No
4	Whether the Listed Entity has any shares in locked-in?	No	No	No
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	No

for Apollo Hospitals Enterprise Limited



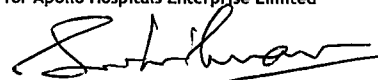
S. M. Krishnan

Vice President - Finance & Company Secretary

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) =(VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	0	4,78,52,663	34.40	0	0.00	0	0	3,57,96,208	74.81	4,78,52,663
(B)	Public	44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496	0	9,12,72,496	65.60	0	0.00	0	0	NA	0.00	8,87,13,237
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C2)	Shares held by Employees Trust	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
	Total	44,034	13,87,68,316	0	3,56,843	13,91,25,159	100.00	13,91,25,159	0	13,91,25,159	100.00	0	0.00	0	0	3,57,96,208	74.81	13,65,65,900

for Apollo Hospitals Enterprise Limited



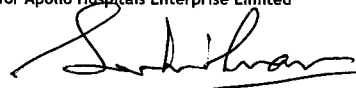
S. M. Krishnan

Vice President - Finance &amp; Company Secretary

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VIII)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) = (VII)+(X) As a % of (A+B+C2)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
									(IX)					(XII)		(XIII)		
									No of Voting Rights		Total as a % of total Voting rights			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
Class equity shares	Class	Total																
(1)	Indian																	
(a)	Individuals/Hindu undivided Family		20	2,05,56,635	0	0	2,05,56,635	14.78	2,05,56,635	2,05,56,635	14.78	0	14.78	0	0	1,16,76,208	56.80	2,05,56,635
1	Dr. Prathap C Reddy	AAGPP9786N	1	54,45,464	0	0	54,45,464	3.91	54,45,464	54,45,464	3.91	0	3.91	0	0	0	0.00	54,45,464
2	Ms. Sucharitha P Reddy	AASPS4292G	1	5,69,800	0	0	5,69,800	0.41	5,69,800	5,69,800	0.41	0	0.41	0	0	0	0.00	5,69,800
3	Ms. Preetha Reddy	AAEPR5656F	1	21,93,915	0	0	21,93,915	1.58	21,93,915	21,93,915	1.58	0	1.58	0	0	21,85,000	99.59	21,93,915
4	Ms. Suneeta Reddy	AAEPR4602H	1	33,81,695	0	0	33,81,695	2.43	33,81,695	33,81,695	2.43	0	2.43	0	0	32,48,858	96.07	33,81,695
5	Ms. Shobana Kamineni	AAIPK7589G	1	22,39,952	0	0	22,39,952	1.61	22,39,952	22,39,952	1.61	0	1.61	0	0	22,35,000	99.78	22,39,952
6	Ms. Sangita Reddy	AASPS6786K	1	24,32,508	0	0	24,32,508	1.75	24,32,508	24,32,508	1.75	0	1.75	0	0	24,30,000	99.90	24,32,508
7	Mr. Karthik Anand	AAIPK7446A	1	3,30,600	0	0	3,30,600	0.24	3,30,600	3,30,600	0.24	0	0.24	0	0	0	0.00	3,30,600
8	Mr. Harshad Reddy	AAEPR7068K	1	3,20,200	0	0	3,20,200	0.23	3,20,200	3,20,200	0.23	0	0.23	0	0	0	0.00	3,20,200
9	Ms. Sindoori Reddy	AZXP50987L	1	5,18,600	0	0	5,18,600	0.37	5,18,600	5,18,600	0.37	0	0.37	0	0	0	0.00	5,18,600
10	Mr. Aditya Reddy	AAEPA4731C	1	2,10,200	0	0	2,10,200	0.15	2,10,200	2,10,200	0.15	0	0.15	0	0	0	0.00	2,10,200
11	Ms. Upasana Kamineni	ARLPK5199G	1	2,17,276	0	0	2,17,276	0.16	2,17,276	2,17,276	0.16	0	0.16	0	0	0	0.00	2,17,276
12	Mr. Puansh Kamineni	BXWPK5553N	1	2,12,200	0	0	2,12,200	0.15	2,12,200	2,12,200	0.15	0	0.15	0	0	0	0.00	2,12,200
13	Ms. Anusala Kamineni	BDNPK5996G	1	2,59,174	0	0	2,59,174	0.19	2,59,174	2,59,174	0.19	0	0.19	0	0	0	0.00	2,59,174
14	Mr. Konda Anindith Reddy	BBOPK4349C	1	2,30,200	0	0	2,30,200	0.17	2,30,200	2,30,200	0.17	0	0.17	0	0	0	0.00	2,30,200
15	Mr. Konda Vishwajit Reddy	CEQPK7898C	1	2,22,300	0	0	2,22,300	0.16	2,22,300	2,22,300	0.16	0	0.16	0	0	0	0.00	2,22,300
16	Mr. Konda Viraj Madhav Reddy	CEQPK7897P	1	1,68,224	0	0	1,68,224	0.12	1,68,224	1,68,224	0.12	0	0.12	0	0	0	0.00	1,68,224
17	Mr. Vijay Kumar Reddy	ACKPV5876B	1	8,957	0	0	8,957	0.01	8,957	8,957	0.01	0	0.01	0	0	0	0.00	8,957
18	Mr. Dwaraknath Reddy	AFDPD9806R	1	18,000	0	0	18,000	0.01	18,000	18,000	0.01	0	0.01	0	0	0	0.00	18,000
19	Mr. Anil Kamineni	ADOPK8701D	1	20	0	0	20	0.00	20	20	0.00	0	0.00	0	0	0	0.00	20
20	Mr. K Vishweshwar Reddy	AFAPK2686M	1	15,77,350	0	0	15,77,350	1.13	15,77,350	15,77,350	1.13	0	1.13	0	0	15,77,350	100.00	15,77,350
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(d)	Any Other		3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028	2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
	Body Corporate		3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028	2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
1	M/s. PCR Investments Ltd	AAACP6407D	1	2,72,23,124	0	0	2,72,23,124	19.57	2,72,23,124	2,72,23,124	19.57	0	19.57	0	0	2,41,20,000	88.60	2,72,23,124
2	M/s. Obul Reddy Investments Pvt Ltd	AAACO4050H	1	11,200	0	0	11,200	0.01	11,200	11,200	0.01	0	0.01	0	0	0	0.00	11,200
3	M/s. Indian Hospitals Corporation Ltd	AABCI6463P	1	61,704	0	0	61,704	0.04	61,704	61,704	0.04	0	0.04	0	0	0	0.00	61,704
	Sub - Total (A)(1)		23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	4,78,52,663	34.40	0	34.40	0	0	3,57,96,208	74.81	4,78,52,663
(2)	Foreign																	
(a)	Individuals(Non-Resident Individuals/Foreign Individuals)		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(b)	Government		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(c)	Institutions		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
(e)	Any Other		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
	Sub - Total (A)(2)		0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	4,78,52,663	34.40	0	34.40	0.00	0	3,57,96,208	74.81	4,78,52,663

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

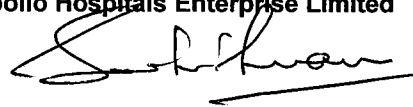
Vice President - Finance &amp; Company Secretary

31-Dec-2018

**Table IIA - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Nil	Nil

for Apollo Hospitals Enterprise Limited



**S. M. Krishnan**  
**Vice President - Finance & Company Secretary**

Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	PAN	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form		
									No of Voting Rights			Total as a % of Total Voting rights									
									Class equity shares	Class	Total										
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	(IX)				(X)	(XI)	(XII)		(XIII)		(XIV)			
								Class equity shares	Class	Total	Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)				
(1)	Institutions																				
(a)	Mutual Funds/		58	80,80,872	0	0	80,80,872	5.81	80,80,872		80,80,872	5.81	0	5.81	0	0	NA	80,80,872			
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0			
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0			
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0			
(e)	Foreign Portfolio Investor		322	6,55,88,753	0	0	6,55,88,753	47.14	6,55,88,753		6,55,88,753	47.14	0	47.14	0	0	NA	6,55,88,753			
1	Oppenheimer Developing Markets Fund	AAATO0090N		70,01,327	0	0	70,01,327	5.03	70,01,327		70,01,327	5.03	0	5.03	0	0	NA	70,01,327			
2	Schroder International Selection Fund Asian Opportunities	AAJCS6502R		25,50,181	0	0	25,50,181	1.83	25,50,181		25,50,181	1.83	0	1.83	0	0	NA	25,50,181			
3	Munchener Ruckversicherungsgesellschaft Aktiengesellschaft In Munchen	AAFCM7537A		23,97,380	0	0	23,97,380	1.72	23,97,380		23,97,380	1.72	0	1.72	0	0	NA	23,97,380			
4	Nordea 1 Sicav - Emerging Stars Equity Fund	AACCN4419K		19,40,232	0	0	19,40,232	1.39	19,40,232		19,40,232	1.39	0	1.39	0	0	NA	19,40,232			
5	Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Emerging Markets Opportunities Portfolio	AAATW3151C		17,11,211	0	0	17,11,211	1.23	17,11,211		17,11,211	1.23	0	1.23	0	0	NA	17,11,211			
6	Kotak Funds - India Midcap Fund	AAGCK4148L		16,91,188	0	0	16,91,188	1.22	16,91,188		16,91,188	1.22	0	1.22	0	0	NA	16,91,188			
7	Morgan Stanley Investment Funds Emerging Leaders Equity Fund	AAJCM8623M		15,86,470	0	0	15,86,470	1.14	15,86,470		15,86,470	1.14	0	1.14	0	0	NA	15,86,470			
(f)	Financial Institutions/Banks		7	10,114	0	0	10,114	0.01	10,114		10,114	0.01	0	0.01	0	0	NA	6,276			
(g)	Insurance Companies		11	71,19,816	0	0	71,19,816	5.12	71,19,816		71,19,816	5.12	0	5.12	0	0	NA	71,19,816			
1	Life Insurance Corporation of India	AAACL0582H		69,40,815	0	0	69,40,815	4.99	69,40,815		69,40,815	4.99	0	4.99	0	0	NA	69,40,815			
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0			
(i)	Any Other		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0			
	Sub - Total (B)(1)		398	8,07,99,555	0	0	8,07,99,555	58.08	8,07,99,555		8,07,99,555	58.08	0	58.08	0	0	NA	8,07,95,717			
(2)	Central Government/State Government(s)/President of India		1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA	3,23,708			
	Sub - Total (B)(2)		1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA	3,23,708			


For Apollo Hospitals Enterprise Ltd.

S.M. KRISHNAN

Vice President - Finance &amp; Company Secretary

S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	Nos. of Shareholder  (III)	No. of fully paid up equity shares held  (IV)	Partly paid up equity shares held  (V)	Nos. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
									Class equity shares	Class	Total								
(3)	Non-Institutions																		
(a)	Individuals																		
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.		40,553	60,41,245	0	0	60,41,245	4.34	60,41,245		60,41,245	4.34	0	4.34	0	0	NA	45,18,544	
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.		9	10,63,915	0	0	10,63,915	0.76	10,63,915		10,63,915	0.76	0	0.76	0	0	NA	9,67,265	
(b)	NBFCs registered with RBI		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(c)	Employee Trusts		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(d)	Overseas Depositories (holding DRs) (balancing figure)		1	0	0	3,56,843	3,56,843	0.26	3,56,843		3,56,843	0.26	0	0.26	0	0	NA	3,56,843	
(e)	Any Other		3,049	26,87,230	0	0	26,87,230	1.93	26,87,230		26,87,230	1.93	0	1.93	0	0	NA	17,51,160	
(e-i)	Body Corporate		611	4,85,451	0	0	4,85,451	0.35	4,85,451		4,85,451	0.35	0	0.35	0	0	NA	4,34,201	
(e-ii)	Clearing Member		147	1,22,884	0	0	1,22,884	0.09	1,22,884		1,22,884	0.09	0	0.09	0	0	NA	1,22,884	
(e-iii)	Employees		2	125	0	0	125	0.00	125		125	0.00	0	0.00	0	0	NA	125	
(e-iv)	Foreign Portfolio Investor (Category III)		2	9,820	0	0	9,820	0.01	9,820		9,820	0.01	0	0.01	0	0	NA	9,820	
(e-v)	HUF		745	69,688	0	0	69,688	0.05	69,688		69,688	0.05	0	0.05	0	0	NA	69,688	
(e-vi)	IEPF		1	3,91,928	0	0	3,91,928	0.28	3,91,928		3,91,928	0.28	0	0.28	0	0	NA	3,91,928	
(e-vii)	Non-Resident Indian (NRI)		1,519	12,57,941	0	0	12,57,941	0.90	12,57,941		12,57,941	0.90	0	0.90	0	0	NA	4,90,831	
(e-viii)	Overseas Corporate Bodies		1	16,099	0	0	16,099	0.01	16,099		16,099	0.01	0	0.01	0	0	NA	16,099	
(e-ix)	Trusts		20	1,35,960	0	0	1,35,960	0.10	1,35,960		1,35,960	0.10	0	0.10	0	0	NA	18,250	
(e-x)	Unclaimed or Suspense or Escrow Account		1	1,97,334	0	0	1,97,334	0.14	1,97,334		1,97,334	0.14	0	0.14	0	0	NA	1,97,334	
	Sub - Total (B)(3)		43,612	97,92,390	0	3,56,843	1,01,49,233	7.30	1,01,49,233		1,01,49,233	7.30	0	7.30	0	0	NA	75,93,812	
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)		44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496		9,12,72,496	65.60	0	65.60	0	0	NA	8,87,13,237	

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance & Company Secretary



Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
OPPENHEIMER DEVELOPING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	70,01,327	5.03
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	OPPENHEIMER DEVELOPING MARKETS FUND	5,71,062	0.41
OFIGTC EMERGING MARKETS EQUITY FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,84,727	0.28
EMERGING MARKETS PORTFOLIO A SERIES OF THE PACIFIC SELECT FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,44,694	0.25
OFI GLOBAL EMERGING MARKETS EQUITY FUND LP	OPPENHEIMER DEVELOPING MARKETS FUND	1,93,020	0.14
MASSMUTUAL PREMIER STRATEGIC EMERGING MARKETFUND	OPPENHEIMER DEVELOPING MARKETS FUND	38,901	0.03
PF EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,985	0.02
MML STRATEGIC EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,593	0.02
OPPENHEIMERFUNDS ICAV/ OPPENHEIMER DEVELOPING MARKETS EQUITY UCITS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	21,993	0.02
OPPENHEIMER GLOBAL ALLOCATION FUND	OPPENHEIMER DEVELOPING MARKETS FUND	18,227	0.01
	<b>Total</b>	<b>86,25,529</b>	<b>6.20</b>
SCHRODER INTERNATIONAL SELECTION FUND ASIAN OPPORTUNITIES	SCHRODER INVESTMENT MANAGEMENT	25,50,181	1.83
SCHRODER ASIAN GROWTH FUND	SCHRODER INVESTMENT MANAGEMENT	8,11,853	0.58
ACTIVE ASIAN EQUITY FUND	SCHRODER INVESTMENT MANAGEMENT	6,66,057	0.48
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	SCHRODER INVESTMENT MANAGEMENT	5,71,062	0.41
SCHRODER ASIAN ALPHA PLUS FUND	SCHRODER INVESTMENT MANAGEMENT	5,65,028	0.41
AIA SINGAPORE PRIVATE LIMITED - AIA ACORNS OF ASIA FUND EQ	SCHRODER INVESTMENT MANAGEMENT	4,41,179	0.32
VANGUARD INTERNATIONAL EXPLORER FUND	SCHRODER INVESTMENT MANAGEMENT	4,31,895	0.31
SCHRODER ASIAPACIFIC FUND PLC	SCHRODER INVESTMENT MANAGEMENT	4,24,761	0.31
SCHRODER INTERNATIONAL SELECTION FUND ASIAN SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	3,63,894	0.26
TKP INVESTMENTS BV - AEGON CUSTODY B.V. RE MM EQUITY SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	2,45,094	0.18
SCHRODER SMALL CAP DISCOVERY FUND	SCHRODER INVESTMENT MANAGEMENT	2,10,219	0.15
DEKA INTERNATIONAL S.A. RE DEKALUXTEAM-AKTIE ASIEN	SCHRODER INVESTMENT MANAGEMENT	2,00,222	0.14
BARCLAYS MULTI-MANAGER FUND PLC	SCHRODER INVESTMENT MANAGEMENT	1,80,574	0.13
SEB SICAV 2 - SEB ASIA SMALL CAPS EX JAPAN FUND	SCHRODER INVESTMENT MANAGEMENT	1,68,070	0.12
SCHRODER INTERNATIONAL SELECTION FUND GLOBAL EMERGING MARKETS SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	90,002	0.06
ASIA PACIFIC REGION TRUST - ASIA EQUITY FUND 1	SCHRODER INVESTMENT MANAGEMENT	62,260	0.04
OLD MUTUAL VOYAGER GLOBAL DYNAMIC EQUITY SCHRODER FUND, A SUB-FUND OF OLD MUTUAL INVESTMENT FUNDS	SCHRODER INVESTMENT MANAGEMENT	43,484	0.03
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.	SCHRODER INVESTMENT MANAGEMENT	28,154	0.02
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	SCHRODER INVESTMENT MANAGEMENT	23,970	0.02
SCHRODER EMERGING MARKETS SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	1,848	0.00
	<b>Total</b>	<b>80,79,807</b>	<b>5.81</b>

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance &amp; Company Secretary

31-Dec-2018

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
274	1,97,334

for Apollo Hospitals Enterprise Limited

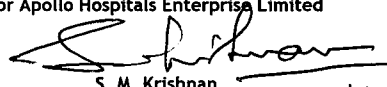


**S. M. Krishnan**  
**Vice President - Finance & Company Secretary**

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	No. of Shareholders  (III)	No. of fully paid up equity shares held  (IV)	No. of partly paid up equity shares held  (V)	No. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
									Class equity shares	Class	Total								
(1)	Custodian/DR Holder	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance &amp; Company Secretary

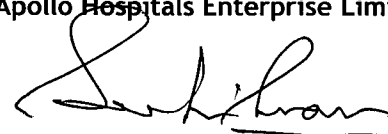
Format of holding of specified securities

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- 1 Name of Listed Entity : Apollo Hospitals Enterprise Limited
- 2 Scrip Code/ Name of Scrip/Class of Security : APOLLOHOSP/508869 / Apollo Hospitals Enterprise Limited / Equity
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) -
- 4 **Declaration** : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	No
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	Yes	No
4	Whether the Listed Entity has any shares in locked-in?	No	No	No
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	No

for Apollo Hospitals Enterprise Limited




S. M. Krishnan

Vice President - Finance &amp; Company Secretary

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares	No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) =(VII)+(X) As a % of (A+B+C2)	(XII)	(XIII)		(XIV)	
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	0	4,78,52,663	34.40	0	0.00	0	0	3,57,96,208	74.81	4,78,52,663
(B)	Public	44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496	0	9,12,72,496	65.60	0	0.00	0	0	NA	0.00	8,87,13,237
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C2)	Shares held by Employees Trust	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
	Total	44,034	13,87,68,316	0	3,56,843	13,91,25,159	100.00	13,91,25,159	0	13,91,25,159	100.00	0	0.00	0	0	3,57,96,208	74.81	13,65,65,900

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance & Company Secretary

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	No. of Shareholder  (III)	No. of fully paid up equity shares held  (IV)	Partly paid up equity shares held  (V)	Nos. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants)  (X)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) As a % of (A+B+C2)	No. of Locked In shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of total Voting rights			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
									Class equity shares	Class	Total								
(1)	Indian																		
(a)	Individuals/Hindu undivided Family		20	2,05,56,635	0	0	2,05,56,635	14.78	2,05,56,635		2,05,56,635	14.78	0	14.78	0	0	1,16,76,208	56.80	2,05,56,635
1	Dr. Prathap C Reddy	AAGPP9786N	1	54,45,464	0	0	54,45,464	3.91	54,45,464		54,45,464	3.91	0	3.91	0	0	0	0.00	54,45,464
2	Ms. Sucharitha P Reddy	AASPS4292G	1	5,69,800	0	0	5,69,800	0.41	5,69,800		5,69,800	0.41	0	0.41	0	0	0	0.00	5,69,800
3	Ms. Preetha Reddy	AAEPR5656F	1	21,93,915	0	0	21,93,915	1.58	21,93,915		21,93,915	1.58	0	1.58	0	0	21,85,000	99.59	21,93,915
4	Ms. Suneeta Reddy	AAEPR4602H	1	33,81,695	0	0	33,81,695	2.43	33,81,695		33,81,695	2.43	0	2.43	0	0	32,48,858	96.07	33,81,695
5	Ms. Shobana Kamineni	AAIPK7589G	1	22,39,952	0	0	22,39,952	1.61	22,39,952		22,39,952	1.61	0	1.61	0	0	22,35,000	99.78	22,39,952
6	Ms. Sangita Reddy	AASPS6786K	1	24,32,508	0	0	24,32,508	1.75	24,32,508		24,32,508	1.75	0	1.75	0	0	24,30,000	99.90	24,32,508
7	Mr. Karthik Anand	AAIPK7446A	1	3,30,600	0	0	3,30,600	0.24	3,30,600		3,30,600	0.24	0	0.24	0	0	0	0.00	3,30,600
8	Mr. Harshad Reddy	AAEPR7068K	1	3,20,200	0	0	3,20,200	0.23	3,20,200		3,20,200	0.23	0	0.23	0	0	0	0.00	3,20,200
9	Ms. Sindoori Reddy	AZXP50987L	1	5,18,600	0	0	5,18,600	0.37	5,18,600		5,18,600	0.37	0	0.37	0	0	0	0.00	5,18,600
10	Mr. Aditya Reddy	AAEPA4731C	1	2,10,200	0	0	2,10,200	0.15	2,10,200		2,10,200	0.15	0	0.15	0	0	0	0.00	2,10,200
11	Ms. Upasana Kamineni	ARLPK5199G	1	2,17,276	0	0	2,17,276	0.16	2,17,276		2,17,276	0.16	0	0.16	0	0	0	0.00	2,17,276
12	Mr. Puanish Kamineni	BXWPK5553N	1	2,12,200	0	0	2,12,200	0.15	2,12,200		2,12,200	0.15	0	0.15	0	0	0	0.00	2,12,200
13	Ms. Anuspa Kamineni	BDNPK5996G	1	2,59,174	0	0	2,59,174	0.19	2,59,174		2,59,174	0.19	0	0.19	0	0	0	0.00	2,59,174
14	Mr. Konda Anindith Reddy	BBOPK4349C	1	2,30,200	0	0	2,30,200	0.17	2,30,200		2,30,200	0.17	0	0.17	0	0	0	0.00	2,30,200
15	Mr. Konda Vishwajit Reddy	CEQPK7898C	1	2,22,300	0	0	2,22,300	0.16	2,22,300		2,22,300	0.16	0	0.16	0	0	0	0.00	2,22,300
16	Mr. Konda Viraj Madhav Reddy	CEQPK7897P	1	1,68,224	0	0	1,68,224	0.12	1,68,224		1,68,224	0.12	0	0.12	0	0	0	0.00	1,68,224
17	Mr. Vijay Kumar Reddy	ACKPV5876B	1	8,957	0	0	8,957	0.01	8,957		8,957	0.01	0	0.01	0	0	0	0.00	8,957
18	Mr. Dwaraknath Reddy	AFDPD9806R	1	18,000	0	0	18,000	0.01	18,000		18,000	0.01	0	0.01	0	0	0	0.00	18,000
19	Mr. Anil Kamineni	ADOPK8701D	1	20	0	0	20	0.00	20		20	0.00	0	0.00	0	0	0	0.00	20
20	Mr. K Vishweshwar Reddy	AFAPK2686M	1	15,77,350	0	0	15,77,350	1.13	15,77,350		15,77,350	1.13	0	1.13	0	0	15,77,350	100.00	15,77,350
(b)	Central Government/State Government(s)		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(c)	Financial Institutions/Banks		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(d)	Any Other		3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028		2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
	Body Corporate		3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028		2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
1	M/s. PCR Investments Ltd	AAACP6407D	1	2,72,23,124	0	0	2,72,23,124	19.57	2,72,23,124		2,72,23,124	19.57	0	19.57	0	0	2,41,20,000	88.60	2,72,23,124
2	M/s. Obul Reddy Investments Pvt Ltd	AAACO4050H	1	11,200	0	0	11,200	0.01	11,200		11,200	0.01	0	0.01	0	0	0	0.00	11,200
3	M/s. Indian Hospitals Corporation Ltd	AABCI6463P	1	61,704	0	0	61,704	0.04	61,704		61,704	0.04	0	0.04	0	0	0	0.00	61,704
	Sub - Total (A)(1)		23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663		4,78,52,663	34.40	0	34.40	0	0	3,57,96,208	74.81	4,78,52,663
(2)	Foreign																		
(a)	Individuals(Non-Resident Individuals/Foreign Individuals)		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(b)	Government		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(c)	Institutions		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(d)	Foreign Portfolio Investor		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(e)	Any Other		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
	Sub - Total (A)(2)		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663		4,78,52,663	34.40	0	34.40	0.00	0	3,57,96,208	74.81	4,78,52,663

for Apollo Hospitals Enterprise Limited



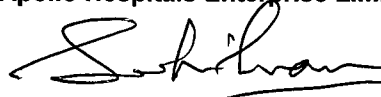
S. M. Krishnan

Vice President - Finance &amp; Company Secretary

**Table IIA - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Nil	Nil

**for Apollo Hospitals Enterprise Limited**



**S. M. Krishnan**  
**Vice President - Finance & Company Secretary**

Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	Nos. of Shareholder  (III)	No. of fully paid up equity shares held  (IV)	Partly paid up equity shares held  (V)	Nos. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
									Class equity shares	Class	Total								
(1)	Institutions																		
(a)	Mutual Funds/		58	80,80,872	0	0	80,80,872	5.81	80,80,872		80,80,872	5.81	0	5.81	0	0	NA		80,80,872
(b)	Venture Capital Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(c)	Alternate Investment Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(d)	Foreign Venture Capital Investors		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(e)	Foreign Portfolio Investor		322	6,55,88,753	0	0	6,55,88,753	47.14	6,55,88,753		6,55,88,753	47.14	0	47.14	0	0	NA		6,55,88,753
1	Oppenheimer Developing Markets Fund	AAATO0090N		70,01,327	0	0	70,01,327	5.03	70,01,327		70,01,327	5.03	0	5.03	0	0	NA		70,01,327
2	Schroder International Selection Fund Asian Opportunities	AAJCS6502R		25,50,181	0	0	25,50,181	1.83	25,50,181		25,50,181	1.83	0	1.83	0	0	NA		25,50,181
3	Munchener Ruckversicherungsgesellschaft Aktiengesellschaft In Munchen	AAFCM7537A		23,97,380	0	0	23,97,380	1.72	23,97,380		23,97,380	1.72	0	1.72	0	0	NA		23,97,380
4	Nordea 1 Sicav - Emerging Stars Equity Fund	AACCN4419K		19,40,232	0	0	19,40,232	1.39	19,40,232		19,40,232	1.39	0	1.39	0	0	NA		19,40,232
5	Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Emerging Markets Opportunities Portfolio	AAATW3151C		17,11,211	0	0	17,11,211	1.23	17,11,211		17,11,211	1.23	0	1.23	0	0	NA		17,11,211
6	Kotak Funds - India Midcap Fund	AAGCK4148L		16,91,188	0	0	16,91,188	1.22	16,91,188		16,91,188	1.22	0	1.22	0	0	NA		16,91,188
7	Morgan Stanley Investment Funds Emerging Leaders Equity Fund	AAJCM8623M		15,86,470	0	0	15,86,470	1.14	15,86,470		15,86,470	1.14	0	1.14	0	0	NA		15,86,470
(f)	Financial Institutions/Banks		7	10,114	0	0	10,114	0.01	10,114		10,114	0.01	0	0.01	0	0	NA		6,276
(g)	Insurance Companies		11	71,19,816	0	0	71,19,816	5.12	71,19,816		71,19,816	5.12	0	5.12	0	0	NA		71,19,816
1	Life Insurance Corporation of India	AAACL0582H		69,40,815	0	0	69,40,815	4.99	69,40,815		69,40,815	4.99	0	4.99	0	0	NA		69,40,815
(h)	Provident Funds/Pension Funds		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(i)	Any Other		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
	Sub - Total (B)(1)		398	8,07,99,555	0	0	8,07,99,555	58.08	8,07,99,555		8,07,99,555	58.08	0	58.08	0	0	NA		8,07,95,717
(2)	Central Government/State Government(s)/President of India		1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA		3,23,708
	Sub - Total (B)(2)		1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA		3,23,708

For Apollo Hospitals Enterprise Ltd.

S.M. KRISHNAN

Vice President - Finance &amp; Company Secretary



S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	Nos. of Shareholder  (III)	No. of fully paid up equity shares held  (IV)	Partly paid up equity shares held  (V)	Nos. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities  (IX)			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked In shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)	
									No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total shares hed (b)	No. (NA) (a)		As a % of total shares hed (NA) (b)
									Class equity shares	Class	Total								
(3)	Non-Institutions																		
(a)	Individuals																		
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.		40,553	60,41,245	0	0	60,41,245	4.34	60,41,245		60,41,245	4.34	0	4.34	0	0	NA	45,18,544	
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.		9	10,63,915	0	0	10,63,915	0.76	10,63,915		10,63,915	0.76	0	0.76	0	0	NA	9,67,265	
(b)	NBFCs registered with RBI		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(c)	Employee Trusts		0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(d)	Overseas Depositories (holding DRs) (balancing figure)		1	0	0	3,56,843	3,56,843	0.26	3,56,843		3,56,843	0.26	0	0.26	0	0	NA	3,56,843	
(e)	Any Other		3,049	26,87,230	0	0	26,87,230	1.93	26,87,230		26,87,230	1.93	0	1.93	0	0	NA	17,51,160	
(e-i)	Body Corporate		611	4,85,451	0	0	4,85,451	0.35	4,85,451		4,85,451	0.35	0	0.35	0	0	NA	4,34,201	
(e-ii)	Clearing Member		147	1,22,884	0	0	1,22,884	0.09	1,22,884		1,22,884	0.09	0	0.09	0	0	NA	1,22,884	
(e-iii)	Employees		2	125	0	0	125	0.00	125		125	0.00	0	0.00	0	0	NA	125	
(e-iv)	Foreign Portfolio Investor (Category III)		2	9,820	0	0	9,820	0.01	9,820		9,820	0.01	0	0.01	0	0	NA	9,820	
(e-v)	HUF		745	69,688	0	0	69,688	0.05	69,688		69,688	0.05	0	0.05	0	0	NA	69,688	
(e-vi)	IEPF		1	3,91,928	0	0	3,91,928	0.28	3,91,928		3,91,928	0.28	0	0.28	0	0	NA	3,91,928	
(e-vii)	Non-Resident Indian (NRI)		1,519	12,57,941	0	0	12,57,941	0.90	12,57,941		12,57,941	0.90	0	0.90	0	0	NA	4,90,831	
(e-viii)	Overseas Corporate Bodies		1	16,099	0	0	16,099	0.01	16,099		16,099	0.01	0	0.01	0	0	NA	16,099	
(e-ix)	Trusts		20	1,35,960	0	0	1,35,960	0.10	1,35,960		1,35,960	0.10	0	0.10	0	0	NA	18,250	
(e-x)	Unclaimed or Suspense or Escrow Account		1	1,97,334	0	0	1,97,334	0.14	1,97,334		1,97,334	0.14	0	0.14	0	0	NA	1,97,334	
	Sub - Total (B)(3)		43,612	97,92,390	0	3,56,843	1,01,49,233	7.30	1,01,49,233		1,01,49,233	7.30	0	7.30	0	0	NA	75,93,812	
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)		44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496		9,12,72,496	65.60	0	65.60	0	0	NA	8,87,13,237	

for Apollo Hospitals Enterprise Limited



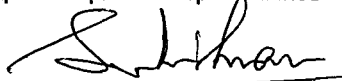
S. M. Krishnan

Vice President - Finance & Company Secretary

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
OPPENHEIMER DEVELOPING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	70,01,327	5.03
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	OPPENHEIMER DEVELOPING MARKETS FUND	5,71,062	0.41
OFIGTC EMERGING MARKETS EQUITY FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,84,727	0.28
EMERGING MARKETS PORTFOLIO A SERIES OF THE PACIFIC SELECT FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,44,694	0.25
OFI GLOBAL EMERGING MARKETS EQUITY FUND LP	OPPENHEIMER DEVELOPING MARKETS FUND	1,93,020	0.14
MASSMUTUAL PREMIER STRATEGIC EMERGING MARKETSFUND	OPPENHEIMER DEVELOPING MARKETS FUND	38,901	0.03
PF EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,985	0.02
MML STRATEGIC EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,593	0.02
OPPENHEIMERFUND ICAV/ OPPENHEIMER DEVELOPING MARKETS EQUITY UCITS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	21,993	0.02
OPPENHEIMER GLOBAL ALLOCATION FUND	OPPENHEIMER DEVELOPING MARKETS FUND	18,227	0.01
	<b>Total</b>	<b>86,25,529</b>	<b>6.20</b>
SCHRODER INTERNATIONAL SELECTION FUND ASIAN OPPORTUNITIES	SCHRODER INVESTMENT MANAGEMENT	25,50,181	1.83
SCHRODER ASIAN GROWTH FUND	SCHRODER INVESTMENT MANAGEMENT	8,11,853	0.58
ACTIVE ASIAN EQUITY FUND	SCHRODER INVESTMENT MANAGEMENT	6,66,057	0.48
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	SCHRODER INVESTMENT MANAGEMENT	5,71,062	0.41
SCHRODER ASIAN ALPHA PLUS FUND	SCHRODER INVESTMENT MANAGEMENT	5,65,028	0.41
AIA SINGAPORE PRIVATE LIMITED - AIA ACORNS OF ASIA FUND EQ	SCHRODER INVESTMENT MANAGEMENT	4,41,179	0.32
VANGUARD INTERNATIONAL EXPLORER FUND	SCHRODER INVESTMENT MANAGEMENT	4,31,895	0.31
SCHRODER ASIAPACIFIC FUND PLC	SCHRODER INVESTMENT MANAGEMENT	4,24,761	0.31
SCHRODER INTERNATIONAL SELECTION FUND ASIAN SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	3,63,894	0.26
TKP INVESTMENTS BV - AEGON CUSTODY B.V. RE MM EQUITY SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	2,45,094	0.18
SCHRODER SMALL CAP DISCOVERY FUND	SCHRODER INVESTMENT MANAGEMENT	2,10,219	0.15
DEKA INTERNATIONAL S.A. RE DEKALUXTEAM-AKTIE ASIEN	SCHRODER INVESTMENT MANAGEMENT	2,00,222	0.14
BARCLAYS MULTI-MANAGER FUND PLC	SCHRODER INVESTMENT MANAGEMENT	1,80,574	0.13
SEB SICAV 2 - SEB ASIA SMALL CAPS EX JAPAN FUND	SCHRODER INVESTMENT MANAGEMENT	1,68,070	0.12
SCHRODER INTERNATIONAL SELECTION FUND GLOBAL EMERGING MARKETS SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	90,002	0.06
ASIA PACIFIC REGION TRUST - ASIA EQUITY FUND 1	SCHRODER INVESTMENT MANAGEMENT	62,260	0.04
OLD MUTUAL VOYAGER GLOBAL DYNAMIC EQUITY SCHRODER FUND, A SUB-FUND OF OLD MUTUAL INVESTMENT FUNDS	SCHRODER INVESTMENT MANAGEMENT	43,484	0.03
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.	SCHRODER INVESTMENT MANAGEMENT	28,154	0.02
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	SCHRODER INVESTMENT MANAGEMENT	23,970	0.02
SCHRODER EMERGING MARKETS SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	1,848	0.00
	<b>Total</b>	<b>80,79,807</b>	<b>5.81</b>

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance &amp; Company Secretary

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
274	1,97,334

for Apollo Hospitals Enterprise Limited

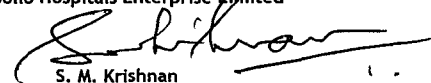


**S. M. Krishnan**  
**Vice President - Finance & Company Secretary**

**Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder**

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
									(IX)			Total as a % of Total Voting rights			(XII)		(XIII)		
									No of Voting Rights						No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
									Class equity shares	Class	Total								
(1)	Custodian/DR Holder	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	

for Apollo Hospitals Enterprise Limited

  
S. M. Krishnan

Vice President - Finance & Company Secretary

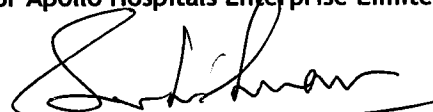
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Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Hospitals Enterprise Limited
- 2 Scrip Code/ Name of Scrip/Class of Security : APOLLOHOSP/508869 / Apollo Hospitals Enterprise Limited / Equity
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended 31st December 2018
- 4 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	No
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	Yes	No
4	Whether the Listed Entity has any shares in locked-in?	No	No	No
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	No

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance & Company Secretary

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) =(VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	23	478,52,663	0	0	478,52,663	34.40	478,52,663	0	478,52,663	34.40	0	0.00	0	0	357,96,208	74.81	478,52,663
(B)	Public	44,011	909,15,653	0	3,56,843	912,72,496	65.60	912,72,496	0	912,72,496	65.60	0	0.00	0	0	NA	0.00	887,13,237
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C2)	Shares held by Employees Trust	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
	Total	44,034	1387,68,316	0	3,56,843	1391,25,159	100.00	1391,25,159	0	1391,25,159	100.00	0	0.00	0	0	357,96,208	74.81	1365,65,900

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance &amp; Company Secretary

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders  (I)	No. of Shareholder  (II)	No. of fully paid up equity shares held  (III)	Partly paid up equity shares held  (IV)	Nos. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VII)	Number of Voting Rights held in each class of securities  (VIII)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X) = (VI)+(IX) As a % of (A+B+C2)	No. of Locked in shares  (XI)		No. of shares pledged or otherwise encumbered  (XII)		No. of equity shares held in dematerialized form  (XIII)
								No of Voting Rights			Total as a % of total Voting rights			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
								Class equity shares	Class	Total								
(1)	Indian																	
(a)	Individuals/Hindu undivided Family	20	2,05,56,635	0	0	2,05,56,635	14.78	2,05,56,635		2,05,56,635	14.78	0	14.78	0	0	1,16,76,208	56.80	2,05,56,635
1	Dr. Prathap C Reddy	1	54,45,464	0	0	54,45,464	3.91	54,45,464		54,45,464	3.91	0	3.91	0	0	0	0.00	54,45,464
2	Ms. Sucharitha P Reddy	1	5,69,800	0	0	5,69,800	0.41	5,69,800		5,69,800	0.41	0	0.41	0	0	0	0.00	5,69,800
3	Ms. Preetha Reddy	1	21,93,915	0	0	21,93,915	1.58	21,93,915		21,93,915	1.58	0	1.58	0	0	21,85,000	99.59	21,93,915
4	Ms. Suneeta Reddy	1	33,81,695	0	0	33,81,695	2.43	33,81,695		33,81,695	2.43	0	2.43	0	0	32,48,858	96.07	33,81,695
5	Ms. Shobana Kamineni	1	22,39,952	0	0	22,39,952	1.61	22,39,952		22,39,952	1.61	0	1.61	0	0	22,35,000	99.78	22,39,952
6	Ms. Sangita Reddy	1	24,32,508	0	0	24,32,508	1.75	24,32,508		24,32,508	1.75	0	1.75	0	0	24,30,000	99.90	24,32,508
7	Mr. Karthik Anand	1	3,30,600	0	0	3,30,600	0.24	3,30,600		3,30,600	0.24	0	0.24	0	0	0	0.00	3,30,600
8	Mr. Harshad Reddy	1	3,20,200	0	0	3,20,200	0.23	3,20,200		3,20,200	0.23	0	0.23	0	0	0	0.00	3,20,200
9	Ms. Sindoori Reddy	1	5,18,600	0	0	5,18,600	0.37	5,18,600		5,18,600	0.37	0	0.37	0	0	0	0.00	5,18,600
10	Mr. Aditya Reddy	1	2,10,200	0	0	2,10,200	0.15	2,10,200		2,10,200	0.15	0	0.15	0	0	0	0.00	2,10,200
11	Ms. Upasana Kamineni	1	2,17,276	0	0	2,17,276	0.16	2,17,276		2,17,276	0.16	0	0.16	0	0	0	0.00	2,17,276
12	Mr. Puanish Kamineni	1	2,12,200	0	0	2,12,200	0.15	2,12,200		2,12,200	0.15	0	0.15	0	0	0	0.00	2,12,200
13	Ms. Anuspa Kamineni	1	2,59,174	0	0	2,59,174	0.19	2,59,174		2,59,174	0.19	0	0.19	0	0	0	0.00	2,59,174
14	Mr. Konda Anindith Reddy	1	2,30,200	0	0	2,30,200	0.17	2,30,200		2,30,200	0.17	0	0.17	0	0	0	0.00	2,30,200
15	Mr. Konda Vishwajit Reddy	1	2,22,300	0	0	2,22,300	0.16	2,22,300		2,22,300	0.16	0	0.16	0	0	0	0.00	2,22,300
16	Mr. Konda Viraj Madhav Reddy	1	1,68,224	0	0	1,68,224	0.12	1,68,224		1,68,224	0.12	0	0.12	0	0	0	0.00	1,68,224
17	Mr. Vijay Kumar Reddy	1	8,957	0	0	8,957	0.01	8,957		8,957	0.01	0	0.01	0	0	0	0.00	8,957
18	Mr. Dwaraknath Reddy	1	18,000	0	0	18,000	0.01	18,000		18,000	0.01	0	0.01	0	0	0	0.00	18,000
19	Mr. Anil Kamineni	1	20	0	0	20	0.00	20		20	0.00	0	0.00	0	0	0	0.00	20
20	Mr. K Vishweshwar Reddy	1	15,77,350	0	0	15,77,350	1.13	15,77,350		15,77,350	1.13	0	1.13	0	0	15,77,350	100.00	15,77,350
	Central Government/State Government(s)	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(b)	Government(s)	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(c)	Financial Institutions/Banks	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(d)	Any Other	3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028		2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
	Body Corporate	3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028		2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028
1	M/s. PCR Investments Ltd	1	2,72,23,124	0	0	2,72,23,124	19.57	2,72,23,124		2,72,23,124	19.57	0	19.57	0	0	2,41,20,000	88.60	2,72,23,124
2	M/s. Obul Reddy Investments Pvt Ltd	1	11,200	0	0	11,200	0.01	11,200		11,200	0.01	0	0.01	0	0	0	0.00	11,200
3	M/s. Indian Hospitals Corporation Ltd	1	61,704	0	0	61,704	0.04	61,704		61,704	0.04	0	0.04	0	0	0	0.00	61,704
	Sub - Total (A)(1)	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663		4,78,52,663	34.40	0	34.40	0	0	3,57,96,208	74.81	4,78,52,663
(2)	Foreign																	
	Individuals(Non-Resident Individuals/Foreign Individuals)	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(a)	Individuals/Foreign Individuals)	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(b)	Government	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(c)	Institutions	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(d)	Foreign Portfolio Investor	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
(e)	Any Other	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
	Sub - Total (A)(2)	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663		4,78,52,663	34.40	0	34.40	0.00	0	3,57,96,208	74.81	4,78,52,663

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

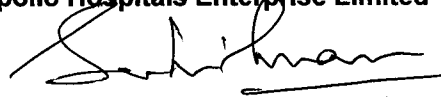
Vice President - Finance &amp; Company Secretary

31-Dec-2018

**Table IIA - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Nil	Nil

**for Apollo Hospitals Enterprise Limited**



**S. M. Krishnan**  
**Vice President - Finance & Company Secretary**



Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders  (I)	Nos. of Shareholder  (II)	No. of fully paid up equity shares held  (III)	Partly paid up equity shares held  (IV)	Nos. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VII)	Number of Voting Rights held in each class of securities  (VIII)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked In shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIII)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
								Class equity shares	Class	Total								
(1)	Institutions																	
(a)	Mutual Funds/	58	80,80,872	0	0	80,80,872	5.81	80,80,872		80,80,872	5.81	0	5.81	0	0	NA		80,80,872
(b)	Venture Capital Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(c)	Alternate Investment Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(e)	Foreign Portfolio Investor	322	6,55,88,753	0	0	6,55,88,753	47.14	6,55,88,753		6,55,88,753	47.14	0	47.14	0	0	NA		6,55,88,753
1	Oppenheimer Developing Markets Fund		70,01,327	0	0	70,01,327	5.03	70,01,327		70,01,327	5.03	0	5.03	0	0	NA		70,01,327
2	Schroder International Selection Fund Asian Opportunities		25,50,181	0	0	25,50,181	1.83	25,50,181		25,50,181	1.83	0	1.83	0	0	NA		25,50,181
3	Munchener Ruckversicherungsgesellschaft Aktiengesellschaft In Munchen		23,97,380	0	0	23,97,380	1.72	23,97,380		23,97,380	1.72	0	1.72	0	0	NA		23,97,380
4	Nordea 1 Sicav - Emerging Stars Equity Fund		19,40,232	0	0	19,40,232	1.39	19,40,232		19,40,232	1.39	0	1.39	0	0	NA		19,40,232
5	Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Emerging Markets Opportunities Portfolio		17,11,211	0	0	17,11,211	1.23	17,11,211		17,11,211	1.23	0	1.23	0	0	NA		17,11,211
6	Kotak Funds - India Midcap Fund		16,91,188	0	0	16,91,188	1.22	16,91,188		16,91,188	1.22	0	1.22	0	0	NA		16,91,188
7	Morgan Stanley Investment Funds Emerging Leaders Equity Fund		15,86,470	0	0	15,86,470	1.14	15,86,470		15,86,470	1.14	0	1.14	0	0	NA		15,86,470
(f)	Financial Institutions/Banks	7	10,114	0	0	10,114	0.01	10,114		10,114	0.01	0	0.01	0	0	NA		6,276
(g)	Insurance Companies	11	71,19,816	0	0	71,19,816	5.12	71,19,816		71,19,816	5.12	0	5.12	0	0	NA		71,19,816
1	Life Insurance Corporation of India		69,40,815	0	0	69,40,815	4.99	69,40,815		69,40,815	4.99	0	4.99	0	0	NA		69,40,815
(h)	Provident Funds/Pension Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(i)	Any Other	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
	Sub - Total (B)(1)	398	8,07,99,555	0	0	8,07,99,555	58.08	8,07,99,555		8,07,99,555	58.08	0	58.08	0	0	NA		8,07,95,717
(2)	Central Government/State Government(s)/President of India	1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA		3,23,708
	Sub - Total (B)(2)	1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA		3,23,708

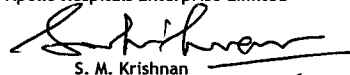
For Apollo Hospitals Enterprise Ltd.

  
S.M. KRISHNAN

Vice President - Finance & Company Secretary

S. No.	Category & Name of the Shareholders  (I)	Nos. of Shareholder  (II)	No. of fully paid up equity shares held  (III)	Partly paid up equity shares held  (IV)	Nos. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VII)	Number of Voting Rights held in each class of securities  (VIII)				No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)	No. of equity shares held in dematerialized form  (XIII)		
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)			No. (NA) (a)	As a % of total shares hed (NA) (b)
								Class equity shares	Class	Total									
(3)	Non-Institutions																		
(a)	Individuals																		
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.	40,553	60,41,245	0	0	60,41,245	4.34	60,41,245		60,41,245	4.34	0	4.34	0	0	NA	45,18,544		
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.	9	10,63,915	0	0	10,63,915	0.76	10,63,915		10,63,915	0.76	0	0.76	0	0	NA	9,67,265		
(b)	NBFCs registered with RBI	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0		
(c)	Employee Trusts	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0		
(d)	Overseas Depositories (holding DRs) (balancing figure)	1	0	0	3,56,843	3,56,843	0.26	3,56,843		3,56,843	0.26	0	0.26	0	0	NA	3,56,843		
(e)	Any Other	3,049	26,87,230	0	0	26,87,230	1.93	26,87,230		26,87,230	1.93	0	1.93	0	0	NA	17,51,160		
(e-i)	Body Corporate	611	4,85,451	0	0	4,85,451	0.35	4,85,451		4,85,451	0.35	0	0.35	0	0	NA	4,34,201		
(e-ii)	Clearing Member	147	1,22,884	0	0	1,22,884	0.09	1,22,884		1,22,884	0.09	0	0.09	0	0	NA	1,22,884		
(e-iii)	Employees	2	125	0	0	125	0.00	125		125	0.00	0	0.00	0	0	NA	125		
(e-iv)	Foreign Portfolio Investor (Category III)	2	9,820	0	0	9,820	0.01	9,820		9,820	0.01	0	0.01	0	0	NA	9,820		
(e-v)	HUF	745	69,688	0	0	69,688	0.05	69,688		69,688	0.05	0	0.05	0	0	NA	69,688		
(e-vi)	IEPF	1	3,91,928	0	0	3,91,928	0.28	3,91,928		3,91,928	0.28	0	0.28	0	0	NA	3,91,928		
(e-vii)	Non-Resident Indian (NRI)	1,519	12,57,941	0	0	12,57,941	0.90	12,57,941		12,57,941	0.90	0	0.90	0	0	NA	4,90,831		
(e-viii)	Overseas Corporate Bodies	1	16,099	0	0	16,099	0.01	16,099		16,099	0.01	0	0.01	0	0	NA	16,099		
(e-ix)	Trusts	20	1,35,960	0	0	1,35,960	0.10	1,35,960		1,35,960	0.10	0	0.10	0	0	NA	18,250		
(e-x)	Unclaimed or Suspense or Escrow Account	1	1,97,334	0	0	1,97,334	0.14	1,97,334		1,97,334	0.14	0	0.14	0	0	NA	1,97,334		
	Sub - Total (B)(3)	43,612	97,92,390	0	3,56,843	1,01,49,233	7.30	1,01,49,233		1,01,49,233	7.30	0	7.30	0	0	NA	75,93,812		
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)	44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496		9,12,72,496	65.60	0	65.60	0	0	NA	8,87,13,237		

for Apollo Hospitals Enterprise Limited

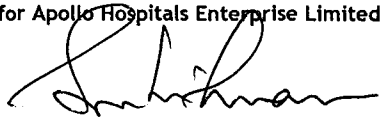
  
S. M. Krishnan

Vice President - Finance & Company Secretary

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
OPPENHEIMER DEVELOPING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	70,01,327	5.03
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	OPPENHEIMER DEVELOPING MARKETS FUND	5,71,062	0.41
OFIGTC EMERGING MARKETS EQUITY FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,84,727	0.28
EMERGING MARKETS PORTFOLIO A SERIES OF THE PACIFIC SELECT FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,44,694	0.25
OFI GLOBAL EMERGING MARKETS EQUITY FUND LP	OPPENHEIMER DEVELOPING MARKETS FUND	1,93,020	0.14
MASSMUTUAL PREMIER STRATEGIC EMERGING MARKETSFUND	OPPENHEIMER DEVELOPING MARKETS FUND	38,901	0.03
PF EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,985	0.02
MML STRATEGIC EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,593	0.02
OPPENHEIMERFUND ICAV/ OPPENHEIMER DEVELOPING MARKETS EQUITY UCITS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	21,993	0.02
OPPENHEIMER GLOBAL ALLOCATION FUND	OPPENHEIMER DEVELOPING MARKETS FUND	18,227	0.01
	Total	86,25,529	6.20
SCHRODER INTERNATIONAL SELECTION FUND ASIAN OPPORTUNITIES	SCHRODER INVESTMENT MANAGEMENT	25,50,181	1.83
SCHRODER ASIAN GROWTH FUND	SCHRODER INVESTMENT MANAGEMENT	8,11,853	0.58
ACTIVE ASIAN EQUITY FUND	SCHRODER INVESTMENT MANAGEMENT	6,66,057	0.48
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	SCHRODER INVESTMENT MANAGEMENT	5,71,062	0.41
SCHRODER ASIAN ALPHA PLUS FUND	SCHRODER INVESTMENT MANAGEMENT	5,65,028	0.41
AIA SINGAPORE PRIVATE LIMITED - AIA ACORNS OF ASIA FUND EQ	SCHRODER INVESTMENT MANAGEMENT	4,41,179	0.32
VANGUARD INTERNATIONAL EXPLORER FUND	SCHRODER INVESTMENT MANAGEMENT	4,31,895	0.31
SCHRODER ASIAPACIFIC FUND PLC	SCHRODER INVESTMENT MANAGEMENT	4,24,761	0.31
SCHRODER INTERNATIONAL SELECTION FUND ASIAN SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	3,63,894	0.26
TKP INVESTMENTS BV - AEGON CUSTODY B.V. RE MM EQUITY SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	2,45,094	0.18
SCHRODER SMALL CAP DISCOVERY FUND	SCHRODER INVESTMENT MANAGEMENT	2,10,219	0.15
DEKA INTERNATIONAL S.A. RE DEKALUXTEAM-AKTIE ASIEN	SCHRODER INVESTMENT MANAGEMENT	2,00,222	0.14
BARCLAYS MULTI-MANAGER FUND PLC	SCHRODER INVESTMENT MANAGEMENT	1,80,574	0.13
SEB SICAV 2 - SEB ASIA SMALL CAPS EX JAPAN FUND	SCHRODER INVESTMENT MANAGEMENT	1,68,070	0.12
SCHRODER INTERNATIONAL SELECTION FUND GLOBAL EMERGING MARKETS SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	90,002	0.06
ASIA PACIFIC REGION TRUST - ASIA EQUITY FUND 1	SCHRODER INVESTMENT MANAGEMENT	62,260	0.04
OLD MUTUAL VOYAGER GLOBAL DYNAMIC EQUITY SCHRODER FUND, A SUB-FUND OF OLD MUTUAL INVESTMENT FUNDS	SCHRODER INVESTMENT MANAGEMENT	43,484	0.03
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.	SCHRODER INVESTMENT MANAGEMENT	28,154	0.02
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	SCHRODER INVESTMENT MANAGEMENT	23,970	0.02
SCHRODER EMERGING MARKETS SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	1,848	0.00
	Total	80,79,807	5.81

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

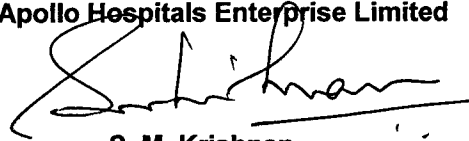
Vice President - Finance &amp; Company Secretary

31-Dec-2018

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
274	1,97,334

for Apollo Hospitals Enterprise Limited



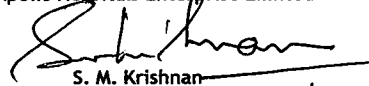
**S. M. Krishnan**

**Vice President - Finance & Company Secretary**

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders  (I)	PAN (II)	No. of Shareholders (III)	No. of fully paid up equity shares held (IV)	No. of partly paid up equity shares held (V)	No. of shares underlying Depository Receipts (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares (XII)		No. of shares pledged or otherwise encumbered (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
									Class equity shares	Class	Total								
(1)	Custodian/DR Holder	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance &amp; Company Secretary

Post - without PAN

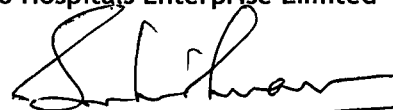
Annexure - I

Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Hospitals Enterprise Limited
- 2 Scrip Code/ Name of Scrip/Class of Security : APOLLOHOSP/508869 / Apollo Hospitals Enterprise Limited / Equity
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) -
- 4 **Declaration** : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	No
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	No
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	Yes	No
4	Whether the Listed Entity has any shares in locked-in?	No	No	No
5	Whether any shares held by promoters are pledge or otherwise encumbered?	Yes	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	No

for Apollo Hospitals Enterprise Limited



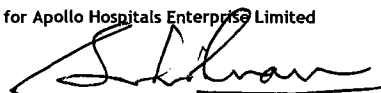
S. M. Krishnan

Vice President - Finance & Company Secretary

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) =(VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	0	4,78,52,663	34.40	0	0.00	0	0	3,57,96,208	74.81	4,78,52,663
(B)	Public	44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496	0	9,12,72,496	65.60	0	0.00	0	0	NA	0.00	8,87,13,237
(C)	Non Promoter- Non Public	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C1)	Shares underlying DRs	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
(C2)	Shares held by Employees Trust	0	0	0	0	0	0.00	0	0	0	0.00	0	0.00	0	0	NA	0.00	0
	Total	44,034	13,87,68,316	0	3,56,843	13,91,25,159	100.00	13,91,25,159	0	13,91,25,159	100.00	0	0.00	0	0	3,57,96,208	74.81	13,65,65,900

for Apollo Hospitals Enterprise Limited



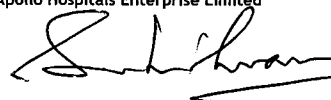
S. M. Krishnan

Vice President - Finance & Company Secretary

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders  (I)	No. of Shareholder  (II)	No. of fully paid up equity shares held  (III)	Partly paid up equity shares held  (IV)	Nos. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VII)	Number of Voting Rights held in each class of securities  (VIII)			No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X) = (VI)+(IX) As a % of (A+B+C2)	No. of Locked in shares  (XI)		No. of shares pledged or otherwise encumbered  (XII)		No. of equity shares held in dematerialized form  (XIII)	
								No of Voting Rights					Total as a % of total Voting rights	No. (a)	As a % of total shares held (b)	No. (a)		As a % of total shares held (b)
								Class equity shares	Class	Total								
(1)	Indian																	
(a)	Individuals/Hindu undivided Family	20	2,05,56,635	0	0	2,05,56,635	14.78	2,05,56,635	2,05,56,635	14.78	0	14.78	0	0	1,16,76,208	56.80	2,05,56,635	
1	Dr. Prathap C Reddy	1	54,45,464	0	0	54,45,464	3.91	54,45,464	54,45,464	3.91	0	3.91	0	0	0	0.00	54,45,464	
2	Ms. Sucharitha P Reddy	1	5,69,800	0	0	5,69,800	0.41	5,69,800	5,69,800	0.41	0	0.41	0	0	0	0.00	5,69,800	
3	Ms. Preetha Reddy	1	21,93,915	0	0	21,93,915	1.58	21,93,915	21,93,915	1.58	0	1.58	0	0	21,85,000	99.59	21,93,915	
4	Ms. Suneeta Reddy	1	33,81,695	0	0	33,81,695	2.43	33,81,695	33,81,695	2.43	0	2.43	0	0	32,48,858	96.07	33,81,695	
5	Ms. Shobana Kamineni	1	22,39,952	0	0	22,39,952	1.61	22,39,952	22,39,952	1.61	0	1.61	0	0	22,35,000	99.78	22,39,952	
6	Ms. Sangita Reddy	1	24,32,508	0	0	24,32,508	1.75	24,32,508	24,32,508	1.75	0	1.75	0	0	24,30,000	99.90	24,32,508	
7	Mr. Karthik Anand	1	3,30,600	0	0	3,30,600	0.24	3,30,600	3,30,600	0.24	0	0.24	0	0	0	0.00	3,30,600	
8	Mr. Harshad Reddy	1	3,20,200	0	0	3,20,200	0.23	3,20,200	3,20,200	0.23	0	0.23	0	0	0	0.00	3,20,200	
9	Ms. Sindoori Reddy	1	5,18,600	0	0	5,18,600	0.37	5,18,600	5,18,600	0.37	0	0.37	0	0	0	0.00	5,18,600	
10	Mr. Aditya Reddy	1	2,10,200	0	0	2,10,200	0.15	2,10,200	2,10,200	0.15	0	0.15	0	0	0	0.00	2,10,200	
11	Ms. Upasana Kamineni	1	2,17,276	0	0	2,17,276	0.16	2,17,276	2,17,276	0.16	0	0.16	0	0	0	0.00	2,17,276	
12	Mr. Puansh Kamineni	1	2,12,200	0	0	2,12,200	0.15	2,12,200	2,12,200	0.15	0	0.15	0	0	0	0.00	2,12,200	
13	Ms. Anusapala Kamineni	1	2,59,174	0	0	2,59,174	0.19	2,59,174	2,59,174	0.19	0	0.19	0	0	0	0.00	2,59,174	
14	Mr. Konda Anindith Reddy	1	2,30,200	0	0	2,30,200	0.17	2,30,200	2,30,200	0.17	0	0.17	0	0	0	0.00	2,30,200	
15	Mr. Konda Vishwajit Reddy	1	2,22,300	0	0	2,22,300	0.16	2,22,300	2,22,300	0.16	0	0.16	0	0	0	0.00	2,22,300	
16	Mr. Konda Viraj Madhav Reddy	1	1,68,224	0	0	1,68,224	0.12	1,68,224	1,68,224	0.12	0	0.12	0	0	0	0.00	1,68,224	
17	Mr. Vijay Kumar Reddy	1	8,957	0	0	8,957	0.01	8,957	8,957	0.01	0	0.01	0	0	0	0.00	8,957	
18	Mr. Dwaraknath Reddy	1	18,000	0	0	18,000	0.01	18,000	18,000	0.01	0	0.01	0	0	0	0.00	18,000	
19	Mr. Anil Kamineni	1	20	0	0	20	0.00	20	20	0.00	0	0.00	0	0	0	0.00	20	
20	Mr. K Vishweshwar Reddy	1	15,77,350	0	0	15,77,350	1.13	15,77,350	15,77,350	1.13	0	1.13	0	0	15,77,350	100.00	15,77,350	
(b)	Central Government/State Government(s)	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(c)	Financial Institutions/Banks	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(d)	Any Other	3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028	2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028	
	Body Corporate	3	2,72,96,028	0	0	2,72,96,028	19.62	2,72,96,028	2,72,96,028	19.62	0	19.62	0	0	2,41,20,000	88.36	2,72,96,028	
1	M/s. PCR Investments Ltd	1	2,72,23,124	0	0	2,72,23,124	19.57	2,72,23,124	2,72,23,124	19.57	0	19.57	0	0	2,41,20,000	88.60	2,72,23,124	
2	M/s. Obul Reddy Investments Pvt Ltd	1	11,200	0	0	11,200	0.01	11,200	11,200	0.01	0	0.01	0	0	0	0.00	11,200	
3	M/s. Indian Hospitals Corporation Ltd	1	61,704	0	0	61,704	0.04	61,704	61,704	0.04	0	0.04	0	0	0	0.00	61,704	
	Sub - Total (A)(1)	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	4,78,52,663	34.40	0	34.40	0	0	3,57,96,208	74.81	4,78,52,663	
(2)	Foreign																	
	Individuals(Non-Resident Individuals/Foreign Individuals)	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(b)	Government	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(c)	Institutions	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(d)	Foreign Portfolio Investor	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
(e)	Any Other	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Sub - Total (A)(2)	0	0	0	0	0	0.00	0	0	0.00	0	0.00	0	0	0	0.00	0	
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	23	4,78,52,663	0	0	4,78,52,663	34.40	4,78,52,663	4,78,52,663	34.40	0	34.40	0.00	0	3,57,96,208	74.81	4,78,52,663	

for Apollo Hospitals Enterprise Limited



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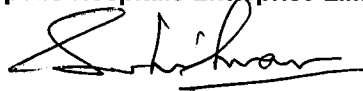
Vice President - Finance &amp; Company Secretary



**Table IIA - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Nil	Nil

for Apollo Hospitals Enterprise Limited



**S. M. Krishnan**

**Vice President - Finance & Company Secretary**

Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders  (I)	Nos. of Shareholder (II)	No. of fully paid up equity shares held (III)	Partly paid up equity shares held (IV)	Nos. of shares underlying Depository Receipts (V)	Total nos. shares held (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2) (VII)	Number of Voting Rights held in each class of securities (VIII)			No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares (XII)		No. of shares pledged or otherwise encumbered (XIII)		No. of equity shares held in dematerialized form (XIV)	
								No of Voting Rights					Total as a % of Total Voting rights	No. (a)	As a % of total shares held (b)	No. (NA) (a)		As a % of total shares held (NA) (b)
								Class equity shares	Class	Total								
(1)	Institutions																	
(a)	Mutual Funds/	58	80,80,872	0	0	80,80,872	5.81	80,80,872		80,80,872	5.81	0	5.81	0	0	NA	80,80,872	
(b)	Venture Capital Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(c)	Alternate Investment Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(d)	Foreign Venture Capital Investors	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(e)	Foreign Portfolio Investor	322	6,55,88,753	0	0	6,55,88,753	47.14	6,55,88,753		6,55,88,753	47.14	0	47.14	0	0	NA	6,55,88,753	
1	Oppenheimer Developing Markets Fund		70,01,327	0	0	70,01,327	5.03	70,01,327		70,01,327	5.03	0	5.03	0	0	NA	70,01,327	
2	Schroder International Selection Fund Asian Opportunities		25,50,181	0	0	25,50,181	1.83	25,50,181		25,50,181	1.83	0	1.83	0	0	NA	25,50,181	
3	Munchener Ruckversicherungsgesellschaft Aktiengesellschaft In Munchen		23,97,380	0	0	23,97,380	1.72	23,97,380		23,97,380	1.72	0	1.72	0	0	NA	23,97,380	
4	Nordea 1 Sicav - Emerging Stars Equity Fund		19,40,232	0	0	19,40,232	1.39	19,40,232		19,40,232	1.39	0	1.39	0	0	NA	19,40,232	
5	Wellington Trust Company, National Association Multiple Common Trust Funds Trust, Emerging Markets Opportunities Portfolio		17,11,211	0	0	17,11,211	1.23	17,11,211		17,11,211	1.23	0	1.23	0	0	NA	17,11,211	
6	Kotak Funds - India Midcap Fund		16,91,188	0	0	16,91,188	1.22	16,91,188		16,91,188	1.22	0	1.22	0	0	NA	16,91,188	
7	Morgan Stanley Investment Funds Emerging Leaders Equity Fund		15,86,470	0	0	15,86,470	1.14	15,86,470		15,86,470	1.14	0	1.14	0	0	NA	15,86,470	
(f)	Financial Institutions/Banks	7	10,114	0	0	10,114	0.01	10,114		10,114	0.01	0	0.01	0	0	NA	6,276	
(g)	Insurance Companies	11	71,19,816	0	0	71,19,816	5.12	71,19,816		71,19,816	5.12	0	5.12	0	0	NA	71,19,816	
1	Life Insurance Corporation of India		69,40,815	0	0	69,40,815	4.99	69,40,815		69,40,815	4.99	0	4.99	0	0	NA	69,40,815	
(h)	Provident Funds/Pension Funds	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
(i)	Any Other	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA	0	
	Sub - Total (B)(1)	398	8,07,99,555	0	0	8,07,99,555	58.08	8,07,99,555		8,07,99,555	58.08	0	58.08	0	0	NA	8,07,95,717	
(2)	Central Government/State Government(s)/President of India	1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA	3,23,708	
	Sub - Total (B)(2)	1	3,23,708	0	0	3,23,708	0.23	3,23,708		3,23,708	0.23	0	0.23	0	0	NA	3,23,708	

For Apollo Hospitals Enterprise Ltd.

S.M. KRISHNAN

Vice President Finance & Company Secretary

S. No.	Category & Name of the Shareholders  (I)	Nos. of Shareholder  (II)	No. of fully paid up equity shares held  (III)	Partly paid up equity shares held  (IV)	Nos. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VII)	Number of Voting Rights held in each class of securities  (VIII)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares  (X)		No. of shares pledged or otherwise encumbered  (XI)		No. of equity shares held in dematerialized form  (XIII)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
								Class equity shares	Class	Total								
(3)	Non-Institutions																	
(a)	Individuals																	
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.	40,553	60,41,245	0	0	60,41,245	4.34	60,41,245		60,41,245	4.34	0	4.34	0	0	NA		45,18,544
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.	9	10,63,915	0	0	10,63,915	0.76	10,63,915		10,63,915	0.76	0	0.76	0	0	NA		9,67,265
(b)	NBFCs registered with RBI	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(c)	Employee Trusts	0	0	0	0	0	0.00	0		0	0.00	0	0.00	0	0	NA		0
(d)	Overseas Depositories (holding DRs) (balancing figure)	1	0	0	3,56,843	3,56,843	0.26	3,56,843		3,56,843	0.26	0	0.26	0	0	NA		3,56,843
(e)	Any Other	3,049	26,87,230	0	0	26,87,230	1.93	26,87,230		26,87,230	1.93	0	1.93	0	0	NA		17,51,160
(e-i)	Body Corporate	611	4,85,451	0	0	4,85,451	0.35	4,85,451		4,85,451	0.35	0	0.35	0	0	NA		4,34,201
(e-ii)	Clearing Member	147	1,22,884	0	0	1,22,884	0.09	1,22,884		1,22,884	0.09	0	0.09	0	0	NA		1,22,884
(e-iii)	Employees	2	125	0	0	125	0.00	125		125	0.00	0	0.00	0	0	NA		125
(e-iv)	Foreign Portfolio Investor (Category III)	2	9,820	0	0	9,820	0.01	9,820		9,820	0.01	0	0.01	0	0	NA		9,820
(e-v)	HUF	745	69,688	0	0	69,688	0.05	69,688		69,688	0.05	0	0.05	0	0	NA		69,688
(e-vi)	IEPF	1	3,91,928	0	0	3,91,928	0.28	3,91,928		3,91,928	0.28	0	0.28	0	0	NA		3,91,928
(e-vii)	Non-Resident Indian (NRI)	1,519	12,57,941	0	0	12,57,941	0.90	12,57,941		12,57,941	0.90	0	0.90	0	0	NA		4,90,831
(e-viii)	Overseas Corporate Bodies	1	16,099	0	0	16,099	0.01	16,099		16,099	0.01	0	0.01	0	0	NA		16,099
(e-ix)	Trusts	20	1,35,960	0	0	1,35,960	0.10	1,35,960		1,35,960	0.10	0	0.10	0	0	NA		18,250
(e-x)	Unclaimed or Suspense or Escrow Account	1	1,97,334	0	0	1,97,334	0.14	1,97,334		1,97,334	0.14	0	0.14	0	0	NA		1,97,334
	Sub - Total (B)(3)	43,612	97,92,390	0	3,56,843	1,01,49,233	7.30	1,01,49,233		1,01,49,233	7.30	0	7.30	0	0	NA		75,93,812
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)	44,011	9,09,15,653	0	3,56,843	9,12,72,496	65.60	9,12,72,496		9,12,72,496	65.60	0	65.60	0	0	NA		8,87,13,237

for Apollo Hospitals Enterprise Limited



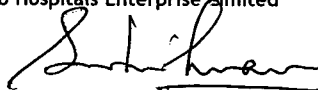
S. M. Krishnan

Vice President - Finance & Company Secretary

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
OPPENHEIMER DEVELOPING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	70,01,327	5.03
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	OPPENHEIMER DEVELOPING MARKETS FUND	5,71,062	0.41
OFIGTC EMERGING MARKETS EQUITY FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,84,727	0.28
EMERGING MARKETS PORTFOLIO A SERIES OF THE PACIFIC SELECT FUND	OPPENHEIMER DEVELOPING MARKETS FUND	3,44,694	0.25
OFI GLOBAL EMERGING MARKETS EQUITY FUND LP	OPPENHEIMER DEVELOPING MARKETS FUND	1,93,020	0.14
MASSMUTUAL PREMIER STRATEGIC EMERGING MARKETSFUND	OPPENHEIMER DEVELOPING MARKETS FUND	38,901	0.03
PF EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,985	0.02
MML STRATEGIC EMERGING MARKETS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	25,593	0.02
OPPENHEIMERFUND ICAV/ OPPENHEIMER DEVELOPING MARKETS EQUITY UCITS FUND	OPPENHEIMER DEVELOPING MARKETS FUND	21,993	0.02
OPPENHEIMER GLOBAL ALLOCATION FUND	OPPENHEIMER DEVELOPING MARKETS FUND	18,227	0.01
	<b>Total</b>	<b>86,25,529</b>	<b>6.20</b>
SCHRODER INTERNATIONAL SELECTION FUND ASIAN OPPORTUNITIES	SCHRODER INVESTMENT MANAGEMENT	25,50,181	1.83
SCHRODER ASIAN GROWTH FUND	SCHRODER INVESTMENT MANAGEMENT	8,11,853	0.58
ACTIVE ASIAN EQUITY FUND	SCHRODER INVESTMENT MANAGEMENT	6,66,057	0.48
STICHTING PENSIOENFONDS HOOGOVS PORTFOLIO C	SCHRODER INVESTMENT MANAGEMENT	5,71,062	0.41
SCHRODER ASIAN ALPHA PLUS FUND	SCHRODER INVESTMENT MANAGEMENT	5,65,028	0.41
AIA SINGAPORE PRIVATE LIMITED - AIA ACORNS OF ASIA FUND EQ	SCHRODER INVESTMENT MANAGEMENT	4,41,179	0.32
VANGUARD INTERNATIONAL EXPLORER FUND	SCHRODER INVESTMENT MANAGEMENT	4,31,895	0.31
SCHRODER ASIAPACIFIC FUND PLC	SCHRODER INVESTMENT MANAGEMENT	4,24,761	0.31
SCHRODER INTERNATIONAL SELECTION FUND ASIAN SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	3,63,894	0.26
TKP INVESTMENTS BV - AEGON CUSTODY B.V. RE MM EQUITY SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	2,45,094	0.18
SCHRODER SMALL CAP DISCOVERY FUND	SCHRODER INVESTMENT MANAGEMENT	2,10,219	0.15
DEKA INTERNATIONAL S.A. RE DEKALUXTEAM-AKTIE ASIEN	SCHRODER INVESTMENT MANAGEMENT	2,00,222	0.14
BARCLAYS MULTI-MANAGER FUND PLC	SCHRODER INVESTMENT MANAGEMENT	1,80,574	0.13
SEB SICAV 2 - SEB ASIA SMALL CAPS EX JAPAN FUND	SCHRODER INVESTMENT MANAGEMENT	1,68,070	0.12
SCHRODER INTERNATIONAL SELECTION FUND GLOBAL EMERGING MARKETS SMALLER COMPANIES	SCHRODER INVESTMENT MANAGEMENT	90,002	0.06
ASIA PACIFIC REGION TRUST - ASIA EQUITY FUND 1	SCHRODER INVESTMENT MANAGEMENT	62,260	0.04
OLD MUTUAL VOYAGER GLOBAL DYNAMIC EQUITY SCHRODER FUND, A SUB-FUND OF OLD MUTUAL INVESTMENT FUNDS	SCHRODER INVESTMENT MANAGEMENT	43,484	0.03
STATE OF ALASKA RETIREMENT AND BENEFITS PLANS MANAGED BY SCHRODER INVESTMENT MANAGEMENT NORTH AMERICA INC.	SCHRODER INVESTMENT MANAGEMENT	28,154	0.02
PUBLIC EMPLOYEES RETIREMENT ASSOCIATION OF NEW MEXICO	SCHRODER INVESTMENT MANAGEMENT	23,970	0.02
SCHRODER EMERGING MARKETS SMALL CAP FUND	SCHRODER INVESTMENT MANAGEMENT	1,848	0.00
	<b>Total</b>	<b>80,79,807</b>	<b>5.81</b>

for Apollo Hospitals Enterprise Limited



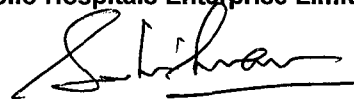
S. M. Krishnan

Vice President - Finance &amp; Company Secretary

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
274	1,97,334

for Apollo Hospitals Enterprise Limited



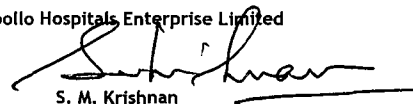
**S. M. Krishnan**

**Vice President - Finance & Company Secretary**

Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
									No of Voting Rights					No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
									Class equity shares	Class	Total							
(1)	Custodian/DR Holder	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

for Apollo Hospitals Enterprise Limited



S. M. Krishnan

Vice President - Finance & Company Secretary

Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Pharmacies Limited (Unlisted Company)
- 2 Scrip Code/ Name of Scrip/Class of Security : NA
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended NA
- 4 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	NA
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	NA
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	No	NA
4	Whether the Listed Entity has any shares in locked-in?	No	No	NA
5	Whether any shares held by promoters are pledge or otherwise encumbered?	No	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	NA

For Apollo Pharmacies Limited

S. O. REDDY  
DIRECTOR

Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) = (VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	1	49,993	-	-	49,993	99.99%	49,993	-	49993	99.99%	-	99.99%	0	0	0	0.00	49,993
(B)	Public	7	7	-	-	7	0.01%	7	-	7	0.01%	-	0.01%	0	0	0	0.00	1
(C)	Non Promoter- Non Public																	
(C1)	Shares underlying DRs																	
(C2)	Shares held by Employees Trust																	
	Total	8	50,000	0	0	50,000	100%	50,000	0	50,000	100%	0	100%	0	0	0	0.00	49,994

For Apollo Pharmacies Limited

S O JUREDDY  
DIRECTOR



Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VIII)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) As a % of (A+B+C2)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of total Voting rights			(XII)		(XIII)		
									Class equity shares	Class	Total								
(1)	Indian																		
(a)	Individuals/Hindu undivided Family																		
	Central Government/State Government(s)																		
(b)	Financial Institutions/Banks																		
(d)	Any Other																		
	Body Corporate																		
	M/s.Apollo Medicals Private Limited	AARCA3046L	1	49,993	0	0	49,993	99.99%	49,993	0	49,993	99.99%	0	99.99%	0	0	0	0.00	49,993
	Sub - Total (A)(1)		1	49,993	0	0	49,993	99.99%	49,993	0	49,993	99.99%	0	99.99%	0	0	0	0	49,993
(2)	Foreign																		
	Individuals(Non-Resident																		
(a)	Individuals/Foreign Individuals)																		
(b)	Government																		
(c)	Institutions																		
(d)	Foreign Portfolio Investor																		
(e)	Any Other																		
	Sub - Total (A)(2)		0	0	0	0	0	0	0		0	0.00	0	0	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		1	49,993	0	0	49,993	99.99%	49,993		49,993	99.99%	0	99.99%	0.00	0	0	0.00	49,993

For Apollo Pharm Limited

S OBUL REDDY  
DIRECTOR

31-Dec-2018

**Table IIA - Unclaimed Details**

<b>Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.</b>	
<b>No. of shareholders</b>	<b>No. of Shares</b>
Not Applicable	

for Apollo Pharmacies Limited

S. S. Reddy  
Director



Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	PAN	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	(IX)						(XII)		(XIII)		(XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
									Class equity shares	Class	Total								
(1)	Institutions																		
(a)	Mutual Funds/																		
(b)	Venture Capital Funds																		
(c)	Alternate Investment Funds																		
(d)	Foreign Venture Capital Investors																		
(e)	Foreign Portfolio Investor																		
(f)	Financial Institutions/Banks																		
(g)	Insurance Companies																		
(h)	Provident Funds/Pension Funds																		
(i)	Any Other																		
	Sub - Total (B)(1)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(2)	Central Government/State Government(s)/President of India																		
	Sub - Total (B)(2)		0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

For Apollo Pharmacies Limited

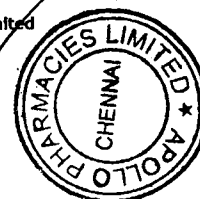
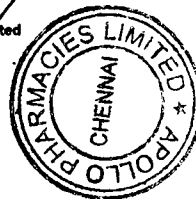
S. CHULREDDY  
DIRECTOR

Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	PAN	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	(IX)						(XII)		(XIII)		(XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
									Class equity shares	Class	Total								
(3)	Non-Institutions																		
(a)	Individuals																		
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.																		
	1 Mrs. Preetha Reddy	AAEPR5656F	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	2 Mrs. Suneeta Reddy	AAEPR4602H	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	1
	3 Mrs. Shobana Kamlineni	AAIPK7589G	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	4 Mrs. Sangita Reddy	AASP56786K	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	5 Ms. Anusala Kamlineni	BDNPK5996G	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	6 Mr. C. Sreethar	AAGPS1787A	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	7 Mr. PB Ramanioorthy	AGFPP2626N	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.																		
(b)	NBFCs registered with RBI																		
(c)	Employee Trusts																		
(d)	Overseas Depositories (holding DRs) (balancing figure)																		
(e)	Any Other																		
(e-i)	Body Corporate																		
(e-ii)	Clearing Member																		
(e-iii)	Employees																		
(e-iv)	Foreign Portfolio Investor (Category III)																		
(e-v)	HUF																		
(e-vi)	IEPF																		
(e-vii)	Non-Resident Indian (NRI)																		
(e-viii)	Overseas Corporate Bodies																		
(e-ix)	Trusts																		
(e-x)	Unclaimed or Suspense or Escrow Account																		
	Sub - Total (B)(3)		7	7	0	0	7	0.01%	2	0	7	0.01%	0	0.01%	0	0	0	0	1
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)		7	7	0	0	7	0.01%	2	0	7	0.01%	0	0.01%	0	0	0	0	1

For Apollo Pharmacy Limited

S. J. L. REDDY  
DIRECTOR

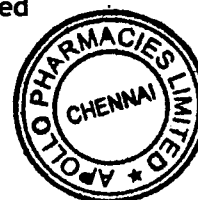
31-Dec-2018

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
Not Applicable			

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR



31-Dec-2018

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR

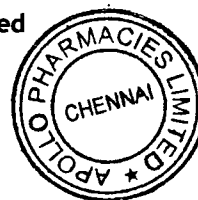
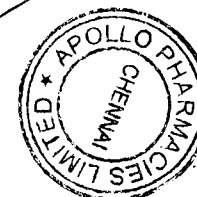


Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
									(IX)					(XII)		(XIII)		
									No of Voting Rights		Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	Class equity shares	Class	Total							(XIV)
(1)	Custodian/DR Holder																	
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)																	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)																	
Not Applicable																		

Not Applicable

For Apollo Pharmacies Limited

S. GUL REDDY  
DIRECTOR

POST - PAN -

Annexure - I

Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Pharmacies Limited (Unlisted Company)
- 2 Scrip Code/ Name of Scrip/Class of Security : NA
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended NA
- 4 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	NA
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	NA
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	No	NA
4	Whether the Listed Entity has any shares in locked-in?	No	No	NA
5	Whether any shares held by promoters are pledge or otherwise encumbered?	No	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	NA

For Apollo Pharmacies Limited

S. BUL REDDY  
DIRECTOR





Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked in shares	No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form		
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)			(X)	(XI) = (VII)+(X) As a % of (A+B+C2)	(XII)	(XIII)		(XIV)		
								No of Voting Rights			Total as a % of (A+B+C)		No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)		
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	1	143,499,993	-	-	143,499,993	99.99%	143,499,993	-	143,499,993	99.99%	-	99.99%	0	0	0	0.00	49,993
(B)	Public	7	7	-	-	7	0.01%	7	-	7	0.01%	-	0.01%	0	0	0	0.00	1
(C)	Non Promoter- Non Public																	
(C1)	Shares underlying DRs																	
(C2)	Shares held by Employees Trust																	
	Total	8	143,500,000	0	0	143,500,000	100%	143,500,000	0	143,500,000	100%	0	100%	0	0	0	0.00	49,994

Note 1

Note:1: Additional Share capital of Rs. 143.45 crores to be infused by holding company, Apollo Medicals Private Limited post slump sale for discharging partial slump sale consideration after the scheme is approved by NCLT

For Apollo Pharmacies Limited

S. S. REDDY  
DIRECTOR


Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

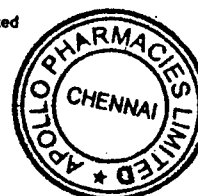
S. No.	Category & Name of the Shareholders  (I)	PAN  (II)	No. of Shareholder  (III)	No. of fully paid up equity shares held  (IV)	Partly paid up equity shares held  (V)	Nos. of shares underlying Depository Receipts  (VI)	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)  (VIII)	Number of Voting Rights held in each class of securities  (IX)				No. of Shares Underlying Outstanding convertible securities (Including Warrants) (X)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI) =(VII)+(X) As a % of (A+B+C2)	No. of Locked In shares  (XII)		No. of shares pledged or otherwise encumbered  (XIII)		No. of equity shares held in dematerialized form  (XIV)
									No of Voting Rights			Total as a % of total Voting rights			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
									Class equity shares	Class	Total								
(1)	Indian																		
(a)	Individuals/Hindu undivided Family																		
(b)	Central Government/State Government(s)																		
(c)	Financial Institutions/Banks																		
(d)	Any Other																		
	Body Corporate																		
	M/s. Apollo Medicals Private Limited	AARCA3046L	1	143,499,993	0	0	143,499,993	99.99%	143,499,993	-	143,499,993	99.99%	0	99.99%	0	0	0	0.00	49,993
	Sub - Total (A)(1)		1	143,499,993	0	0	143,499,993	99.99%	143,499,993	0	143,499,993	99.99%	0	99.99%	0	0	0	0	49,993
(2)	Foreign																		
	Individuals(Non-Resident Individuals/Foreign Individuals)																		
(b)	Government																		
(c)	Institutions																		
(d)	Foreign Portfolio Investor																		
(e)	Any Other																		
	Sub - Total (A)(2)		0	0	0	0	0	0	0		0	0.00	0	0	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)		1	143,499,993	0	0	143,499,993	99.99%	143,499,993		143,499,993	99.99%	0	99.99%	0.00	0	0	0.00	49,993

(Note:1)

Note: 1: Additional Share capital of Rs. 143.45 crores to be infused by holding company, Apollo Medicals Private Limited post slump sale for discharging partial slump sale consideration after the scheme is approved by NCLT

For Apollo Pharmacies Limited

S. JAYALAKSHMI  
DIRECTOR



Post Scheme of Arrangement

**Table IIA - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

for Apollo Pharmacies Limited

  
S Gopal Reddy  
Director



Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	PAN	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	(IX)						(XII)		(XIII)		(XIV)
									No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
									Class equity shares	Class	Total								
(1)	Institutions																		
(a)	Mutual Funds/																		
(b)	Venture Capital Funds																		
(c)	Alternate Investment Funds																		
(d)	Foreign Venture Capital Investors																		
(e)	Foreign Portfolio Investor																		
(f)	Financial Institutions/Banks																		
(g)	Insurance Companies																		
(h)	Provident Funds/Pension Funds																		
(i)	Any Other																		
	Sub - Total (B)(1)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(2)	Central Government/State Government(s)/President of India																		
	Sub - Total (B)(2)			0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

For Apollo Pharmacies Limited

S. O. L. REDDY  
DIRECTOR

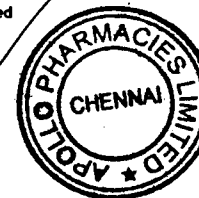
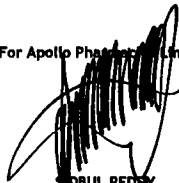


Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	PAN	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares	No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(A+B+C2) (VIII)	(IX)					(XII)	(XIII)		(XIV)
									No of Voting Rights								
									Class equity shares	Class	Total	Total as a % of Total Voting rights		No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)
(3)	Non-Institutions																
(a)	Individuals																
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.																
1	Mrs.Preetha Reddy	AAEPR5656F	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
2	Mrs.Suneeta Reddy	AAEPR4602H	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	1
3	Mrs.Shobana Kamineni	AAIPK7589G	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
4	Mrs. Sangita Reddy	AASPS6786K	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
5	Ms.Anusala Kamineni	BDNPK5996G	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
6	Mr.C.Sreethar	AAGPS1787A	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
7	Mr.PB Ramamoorthy	AGFPP2626N	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	0
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.																
(b)	NBFCs registered with RBI																
(c)	Employee Trusts																
(d)	Overseas Depositories (holding DRs) (balancing figure)																
(e)	Any Other																
(e-i)	Body Corporate																
(e-ii)	Clearing Member																
(e-iii)	Employees																
(e-iv)	Foreign Portfolio Investor (Category III)																
(e-v)	HUF																
(e-vi)	IEPF																
(e-vii)	Non-Resident Indian (NRI)																
(e-viii)	Overseas Corporate Bodies																
(e-ix)	Trusts																
(e-x)	Unclaimed or Suspense or Escrow Account																
	Sub - Total (B)(3)		7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	1
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)		7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	1

For Apollo Pharmacies Limited

  
SUBUL REDDY  
DIRECTOR


Post Scheme of  
Arrangement

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
Not Applicable			

For Apollo Pharmacies Limited

  
S OBUL REDDY  
DIRECTOR



Post Scheme of Arrangement

Table IIIB - Unclaimed Details

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

For Apollo Pharmacies Limited

  
S CBUL REDDY  
DIRECTOR

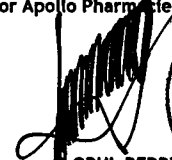
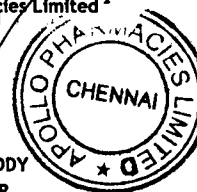


Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders	PAN	No. of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held  (VII) = (IV)+(V)+(VI)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VIII)	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding convertible securities (including Warrants) (X)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (XI)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
									No of Voting Rights		Total as a % of Total Voting rights			(XII)		(XIII)		
									Class equity shares	Class				Total	No. (a)	As a % of total shares hed (b)	No. (NA) (a)	
(1)	Custodian/DR Holder																	
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)																	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)																	
Not Applicable																		

Not Applicable

For Apollo Pharmacies Limited -

  
OBUL REDDY  
DIRECTOR




Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Pharmacies Limited (Unlisted Company)
- 2 Scrip Code/ Name of Scrip/Class of Security : NA
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended NA
- 4 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	NA
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	NA
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	No	NA
4	Whether the Listed Entity has any shares in locked-in?	No	No	NA
5	Whether any shares held by promoters are pledge or otherwise encumbered?	No	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	NA

For Apollo Pharmacies Limited

  
 S. OBUL REDDY  
 DIRECTOR


Table I - Summary Statement holding of specified securities

Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) = (VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	1	49,993	-	-	49,993	99.99%	49,993	-	49,993	99.99%	-	99.99%	0	0	0	0.00	49,993
(B)	Public	7	7	-	-	7	0.01%	7	-	7	0.01%	-	0.01%	0	0	0	0.00	1
(C)	Non Promoter- Non Public																	
(C1)	Shares underlying DRs																	
(C2)	Shares held by Employees Trust																	
	Total	8	50,000	0	0	50,000	100%	50,000	0	50,000	100%	0	100%	0	0	0	0.00	49,994

For Apollo Pharmacies Limited

S. ABUL REDDY  
DIRECTOR

Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders  (I)	No. of Shareholder (II)	No. of fully paid up equity shares held (III)	Partly paid up equity shares held (IV)	Nos. of shares underlying Depository Receipts (V)	Total nos. shares held (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2) (VII)	Number of Voting Rights held in each class of securities (VIII)				No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X) =(VI)+(IX) As a % of (A+B+C2)	No. of Locked in shares (XI)		No. of shares pledged or otherwise encumbered (XII)		No. of equity shares held in dematerialized form (XIII)
								No of Voting Rights			Total as a % of total Voting rights			No. (a)	As a % of total shares hed (b)	No. (a)	As a % of total shares hed (b)	
								Class equity shares	Class	Total								
(1)	Indian																	
(a)	Individuals/Hindu undivided Family																	
(b)	Central Government/State Government(s)																	
(c)	Financial Institutions/Banks																	
(d)	Any Other																	
	Body Corporate																	
	M/s. Apollo Medicals Private Limited	1	49,993	0	0	49,993	99.99%	49,993	0	49,993	99.99%	0	99.99%	0	0	0	0.00	49,993
	Sub - Total (A)(1)	1	49,993	0	0	49,993	99.99%	49,993	0	49,993	99.99%	0	99.99%	0	0	0	0	49,993
(2)	Foreign																	
(a)	Individuals(Non-Resident Individuals/Foreign Individuals)																	
(b)	Government																	
(c)	Institutions																	
(d)	Foreign Portfolio Investor																	
(e)	Any Other																	
	Sub - Total (A)(2)	0	0	0	0	0	0	0		0	0.00	0	0	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	49,993	0	0	49,993	99.99%	49,993		49,993	99.99%	0	99.99%	0.00	0	0	0.00	49,993

For Apollo Pharmacies Limited

OBUN REDDY  
DIRECTOR

31-Dec-2018

## Table IIA - Unclaimed Details

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

for Apollo Pharmacies Limited

S. Subul Reddy  
Director



Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI) = (III)+(IV)+(V)	(A+B+C2) (VII)	(VIII)						(X)		(XI)		(XII)
								No of Voting Rights			Total as a % of Total Voting rights							
								Class equity shares	Class	Total				No. (a)	As a % of total shares held (b)	No. (IA)	As a % of total shares held (IA) (b)	
(1)	Institutions																	
(a)	Mutual Funds/																	
(b)	Venture Capital Funds																	
(c)	Alternate Investment Funds																	
(d)	Foreign Venture Capital Investors																	
(e)	Foreign Portfolio Investor																	
(f)	Financial Institutions/Banks																	
(g)	Insurance Companies																	
(h)	Provident Funds/Pension Funds																	
(i)	Any Other																	
	Sub - Total (B)(1)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(2)	Central Government/State Government(s)/President of India																	
	Sub - Total (B)(2)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(3)	Non-Institutions																	
(a)	Individuals																	
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.																	
	1 Mrs. Preetha Reddy	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	2 Mrs. Suneeta Reddy	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	1
	3 Mrs. Shobana Kamineni	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	4 Mrs. Sangita Reddy	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	5 Ms. Anusapala Kamineni	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	6 Mr. C. Sreethar	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	7 Mr. PB Ramamoorthy	1	1	0	0	1	0.002%	1	0	1	0.002%	0	0.002%	0	0	0	0.00	0
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.																	
(b)	NBFCs registered with RBI																	
(c)	Employee Trusts																	
(d)	Overseas Depositories (holding DRs) (balancing figure)																	
(e)	Any Other																	
(e-I)	Body Corporate																	
(e-II)	Clearing Member																	
(e-III)	Employees																	
(e-iv)	Foreign Portfolio Investor (Category III)																	
(e-v)	HUF																	
(e-vi)	IEPF																	
(e-vii)	Non-Resident Indian (NRI)																	
(e-viii)	Overseas Corporate Bodies																	
(e-ix)	Trusts																	
(e-x)	Unclaimed or Suspense or Escrow Account																	
	Sub - Total (B)(3)	7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	0	0	1
	Total Shareholding of Promoter and Promoter Group																	
	(B)=(B)(1)+(B)(2)+(B)(3)	7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	0	0	1

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR

31-Dec-2018

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
Not Applicable			

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR



31-Dec-2018

**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

For Apollo Pharmacies Limited

S. BUL REDDY  
DIRECTOR



Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders  (I)	No. of Shareholders  (II)	No. of fully paid up equity shares held  (III)	No. of partly paid up equity shares held  (IV)	No. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VII)	Number of Voting Rights held in each class of securities  (VIII)				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X)	No. of Locked In shares  (XI)		No. of shares pledged or otherwise encumbered  (XII)		No. of equity shares held in dematerialized form  (XIII)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)	
								Class equity shares	Class	Total								
(1)	Custodian/DR Holder	Not Applicable																
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)																	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)																	

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR



Format of holding of specified securities

- 1 Name of Listed Entity : Apollo Pharmacies Limited (Unlisted Company)
- 2 Scrip Code/ Name of Scrip/Class of Security : NA
- 3 Share Holding Pattern Filed Under : Reg.31(1)(b) - for the Quarter ended NA
- 4 Declaration : The Listed entity is required to submit the following declaration to the extent of submission of information :-

S.No.	Particulars	Promoter & Promoter Group	Public	Non Promoter Non Public
		Yes/No	Yes/No	Yes/No
1	Whether the Listed Entity has issued any partly paid up shares?	No	No	NA
2	Whether the Listed Entity has issued any Convertible Securities or Warrants?	No	No	NA
3	Whether the Listed Entity has any shares against which depository receipts are issued?	No	No	NA
4	Whether the Listed Entity has any shares in locked-in?	No	No	NA
5	Whether any shares held by promoters are pledge or otherwise encumbered?	No	NA	NA
6	Whether the Listed Entity has issued any Differential Voting Rights?	No	No	NA

For Apollo Pharmacies Limited

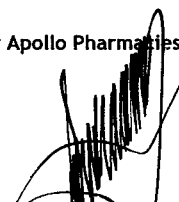
  
 S CHUL REDDY  
 DIRECTOR


Table I - Summary Statement holding of specified securities

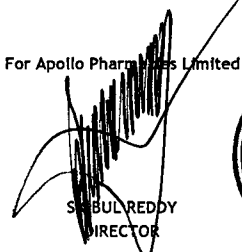
Category	Category of Shareholder	Number of Shareholders	No. of fully paid up equity shares held	No. of partly paid up equity shares held	No. of shares underlying Depository Receipts	Total nos. shares held	Shareholding as a % of total no. of shares (Calculated as per SCRP, 1957) As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (Including Warrants)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII) = (IV)+(V)+(VI)	(VIII)	(IX)				(X)	(XI) =(VII)+(X) As a % of (A+B+C2)	(XII)		(XIII)		(XIV)
								No of Voting Rights			Total as a % of (A+B+C)			No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(A)	Promoter & Promoter Group	1	143,499,993	-	-	143,499,993	99.99%	143,499,993	-	143,499,993	99.99%	-	99.99%	0	0	0	0.00	49,993
(B)	Public	7	7	-	-	7	0.01%	7	-	7	0.01%	-	0.01%	0	0	0	0.00	1
(C)	Non Promoter- Non Public																	
(C1)	Shares underlying DRs																	
(C2)	Shares held by Employees Trust																	
	Total	8	143,500,000	0	0	143,500,000	100%	143,500,000	0	143,500,000	100%	0	100%	0	0	0	0.00	49,994

(Note 1)

(Note 1)

Note: 1: Additional Share capital of Rs. 143.45 crores to be infused by holding company, Apollo Medicals Private Limited post slump sale for discharging partial slump sale consideration after the scheme is approved by NCLT.

For Apollo Pharmacies Limited



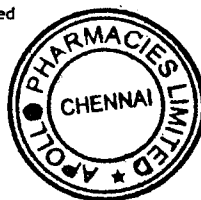
S. BULREDDY  
DIRECTOR


Table II - Statement showing shareholding pattern of the Promoter and Promoter Group

S. No.	Category & Name of the Shareholders	No. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of (A+B+C2)	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X) = (VI)+(IX) As a % of (A+B+C2)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
								(VIII)			Total as a % of total Voting rights			(XI)		(XII)		
								No of Voting Rights						No. (a)	As a % of total shares held (b)	No. (a)	As a % of total shares held (b)	
								Class equity shares	Class	Total								
(1)	Indian																	
(a)	Individuals/Hindu undivided Family																	
(b)	Central Government/State Government(s)																	
(c)	Financial Institutions/Banks																	
(d)	Any Other																	
	Body Corporate																	
	M/s.Apollo Medicals Private Limited	1	143,499,993	0	0	143,499,993	99.99%	143,499,993	-	143,499,993	99.99%	0	99.99%	0	0	0	0.00	49,993
	Sub - Total (A)(1)	1	143,499,993	0	0	143,499,993	99.99%	143,499,993	0	143,499,993	99.99%	0	99.99%	0	0	0	0	49,993
(2)	Foreign																	
(a)	Individuals(Non-Resident																	
(b)	Individuals/Foreign Individuals)																	
(c)	Government																	
(d)	Institutions																	
(e)	Foreign Portfolio Investor																	
	Any Other																	
	Sub - Total (A)(2)	0	0	0	0	0	0	0		0	0.00	0	0	0	0	0	0.00	0
	Total Shareholding of Promoter and Promoter Group (A)=(A)(1)+(A)(2)	1	143,499,993	0	0	143,499,993	99.99%	143,499,993		143,499,993	99.99%	0	99.99%	0.00	0	0	0.00	49,993

(Note:1)

Additional Share capital of Rs. 143.45 crores to be infused by holding company, Apollo Medicals Private Limited post slump sale for discharging partial slump sale consideration after the scheme is approved by NCLT.

For Apollo Pharmacies Limited

ROBUL REDDY  
DIRECTOR



Post Scheme of Arrangement

Table IIA - Unclaimed Details

Details of Shares which remain unclaimed may be given hear along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

for Apollo Pharmacies Limited

  
S Chul Reddy  
Director



Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X)	No. of Locked in shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI) = (III)+(IV)+(V)	(A+B+C2) (VII)	(VIII)						(XI)		(XII)		(XIII)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
								Class equity shares	Class	Total								
(1)	Institutions																	
(a)	Mutual Funds/																	
(b)	Venture Capital Funds																	
(c)	Alternate Investment Funds																	
(d)	Foreign Venture Capital Investors																	
(e)	Foreign Portfolio Investor																	
(f)	Financial Institutions/Banks																	
(g)	Insurance Companies																	
(h)	Provident Funds/Pension Funds																	
(i)	Any Other																	
	Sub - Total (B)(1)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0
(2)	Central Government/State Government(s)/President of India																	
	Sub - Total (B)(2)	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0	0

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR


Table III - Statement showing shareholding pattern of the Public shareholder

S. No.	Category & Name of the Shareholders	Nos. of Shareholder	No. of fully paid up equity shares held	Partly paid up equity shares held	Nos. of shares underlying Depository Receipts	Total nos. shares held	Shareholding % Calculated as per SCRP, 1957 As a % of	Number of Voting Rights held in each class of securities				No. of Shares Underlying Outstanding convertible securities (including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X)	No. of Locked In shares		No. of shares pledged or otherwise encumbered		No. of equity shares held in dematerialized form
	(I)	(II)	(III)	(IV)	(V)	(VI) = (III)+(IV)+(V)	(A+B+C2) (VII)	(VIII)						(XI)		(XII)		(XIII)
								No of Voting Rights			Total as a % of Total Voting rights			No. (a)	As a % of total shares held (b)	No. (NA) (a)	As a % of total shares held (NA) (b)	
								Class equity shares	Class	Total								
(3)	Non-Institutions																	
(a)	Individuals																	
	1. Individual shareholders holding nominal share capital up to Rs.2 lakhs.																	
	1 Mrs.Preetha Reddy	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	2 Mrs.Suneeta Reddy	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	1
	3 Mrs.Shobana Kamineni	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	4 Mrs. Sangita Reddy	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	5 Ms.Anuspala Kamineni	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	6 Mr.C.Sreethar	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	7 Mr.PB Ramamoorthy	1	1	-	-	1	0.001%	1	-	1	0.001%	-	0.001%	-	-	-	-	0
	2. Individual shareholders holding nominal share capital in excess of Rs.2 lakhs.																	
(b)	NBFCs registered with RBI																	
(c)	Employee Trusts																	
(d)	Overseas Depositories (holding DRs) (balancing figure)																	
(e)	Any Other																	
(e-i)	Body Corporate																	
(e-ii)	Clearing Member																	
(e-iii)	Employees																	
(e-iv)	Foreign Portfolio Investor (Category III)																	
(e-v)	HUF																	
(e-vi)	IEPF																	
(e-vii)	Non-Resident Indian (NRI)																	
(e-viii)	Overseas Corporate Bodies																	
(e-ix)	Trusts																	
(e-x)	Unclaimed or Suspense or Escrow Account																	
	Sub - Total (B)(3)	7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	0	0	1
	Total Shareholding of Promoter and Promoter Group (B)=(B)(1)+(B)(2)+(B)(3)	7	7	0	0	7	0.01%	7	0	7	0.01%	0	0.01%	0	0	0	0	1

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR

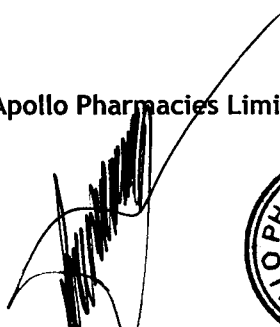


Post Scheme of  
Arrangement

Table IIIA - Person in Concert

Details of the shareholders acting as persons in Concert including their Shareholding:			
Name of shareholder	Name of PAC	No. of shares	Holding %
Not Applicable			

For Apollo Pharmacies Limited

  
S. BULREDDY  
DIRECTOR



**Table IIIB - Unclaimed Details**

Details of Shares which remain unclaimed may be given here along with details such as number of shareholders, outstanding shares held in demat/unclaimed suspense account, voting rights are frozen etc.	
No. of shareholders	No. of Shares
Not Applicable	

For Apollo Pharmacies Limited


  
S. G. BULREDDY  
DIRECTOR

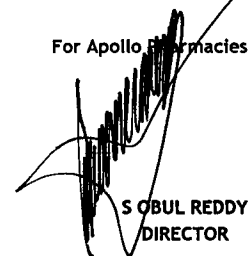




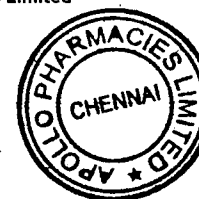
Table IV - Statement showing shareholding pattern of the Non Promoter - Non Public shareholder

S. No.	Category & Name of the Shareholders  (I)	No. of Shareholders  (II)	No. of fully paid up equity shares held  (III)	No. of partly paid up equity shares held  (IV)	No. of shares underlying Depository Receipts  (V)	Total nos. shares held  (VI) = (III)+(IV)+(V)	Shareholding % Calculated as per SCRP, 1957 As a % of  (A+B+C2) (VII)	Number of Voting Rights held in each class of securities  (VIII)			No. of Shares Underlying Outstanding convertible securities (Including Warrants) (IX)	Total Shareholding, as a % assuming full conversion of convertible securities (as a % of diluted share capital) (X)	No. of Locked In shares  (XI)		No. of shares pledged or otherwise encumbered  (XII)		No. of equity shares held in dematerialized form  (XIII)	
								No of Voting Rights		Total as a % of Total Voting rights			No. (a)	As a % of total shares hed (b)	No. (NA) (a)	As a % of total shares hed (NA) (b)		
								Class equity shares	Class									Total
(1)	Custodian/DR Holder							Not Applicable										
(2)	Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014)																	
	Total Shareholding of Promoter and Promoter Group (C)=(C)(1)+(C)(2)																	

For Apollo Pharmacies Limited



S. OBUL REDDY  
DIRECTOR



**APOLLO HOSPITALS ENTERPRISE LIMITED**

CIN : L85110TN1979PLC008035



The financial details for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **Apollo Hospitals Enterprise Limited**


(Rs. in Crores)

Particulars	As at 30 <sup>th</sup> September, 2018	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	Unaudited	31 <sup>st</sup> March 2018 Audited	31 <sup>st</sup> March 2017 Audited	31 <sup>st</sup> March 2016 Audited
Equity Paid up Capital	69.56	69.56	69.56	69.56
Reserves and surplus	3,659.73	3,623.94	3,509.45	3,360.57
Carry forward losses	-	-	-	-
Net Worth	3729.29	3,693.50	3,579.01	3,430.13
Miscellaneous Expenditure	-	-	-	-
Secured Loans	2914.04	2,767.42	2,596.25	1,991.88
Unsecured Loans	307.85	225.35	162.85	301.16
Fixed Assets	4,636.59	4,459.89	3,994.18	3,510.72
Income from Operations	4,000.51	7,183.01	6,441.77	5,409.07
Total Income	4,002.48	7,195.60	6,467.66	5,477.96
Total Expenditure	3,790.40	6,865.46	6,108.74	5,025.84
Profit before Tax	212.08	330.14	358.92	452.13
Profit after Tax	139.16	233.20	285.15	369.44
Cash profit	285.44	505.20	525.73	567.56
EPS (in INR)	10.00	16.76	20.50	26.55
Book value per share of Rs. 5/- each (in INR)	268.05	265.48	257.25	246.55

**Note:**

**1. The financials should not be more than 6 months old. In such cases additional column may be added to provide the latest financials.**

For Apollo Hospitals Enterprise Limited

  
S.M. Krishnan  
Vice President – Finance  
And Company Secretary

Place: Chennai

Date: 22<sup>nd</sup> March 2019

IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greams Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

1. Statement of Unaudited Standalone Financial Results for the three and nine months ended December 31, 2018

Particulars	(Rs. in lakhs)					
	Three months ended 31/12/2018	Three months ended 30/09/2018	Corresponding Three months ended 31/12/2017	Year to date figures for period ended 31/12/2018	Year to date figures for period ended 31/12/2017	Previous year ended 31/03/2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>1 Income</b>						
(a) Revenue from Operations	2,16,904	2,09,012	1,85,611	6,16,955	5,31,959	7,18,391
(b) Other Income	811	(7)	802	1,009	723	1,259
<b>Total Income</b>	<b>2,17,715</b>	<b>2,09,005</b>	<b>1,86,413</b>	<b>6,17,964</b>	<b>5,32,682</b>	<b>7,19,650</b>
<b>2 Expenses</b>						
(a) Cost of Materials Consumed	35,747	35,540	32,002	1,03,708	94,764	1,26,800
(b) Purchase of Stock-in-Trade	77,994	76,026	67,810	2,28,751	1,93,588	2,61,422
(c) Changes in inventories of stock-in-trade	(451)	(1,493)	(765)	(8,177)	(6,196)	(8,092)
(d) Employee Benefits Expense	34,048	31,139	28,371	94,773	82,795	1,11,881
(e) Finance Costs	6,900	6,602	6,354	19,709	17,776	24,017
(f) Depreciation and amortisation expense	7,657	7,388	6,775	22,285	19,886	27,200
(g) Other Expenses	42,780	42,019	36,082	1,22,667	1,05,445	1,43,319
<b>Total Expenses</b>	<b>2,04,675</b>	<b>1,97,221</b>	<b>1,76,629</b>	<b>5,83,716</b>	<b>5,08,058</b>	<b>6,86,547</b>
<b>3 Profit before exceptional item and tax (1) - (2)</b>	<b>13,040</b>	<b>11,784</b>	<b>9,784</b>	<b>34,248</b>	<b>24,624</b>	<b>33,013</b>
<b>4 Exceptional Items</b>	-	-	-	-	-	-
<b>5 Profit before tax (3) - (4)</b>	<b>13,040</b>	<b>11,784</b>	<b>9,784</b>	<b>34,248</b>	<b>24,624</b>	<b>33,013</b>
<b>6 Tax Expenses</b>						
Current Tax	2,851	2,998	2,228	8,255	5,184	7,435
Deferred Tax	1,496	888	812	3,384	2,087	2,258
<b>7 Profit for the period / year (5) - (6)</b>	<b>8,693</b>	<b>7,898</b>	<b>6,744</b>	<b>22,609</b>	<b>17,353</b>	<b>23,320</b>
<b>8 Other Comprehensive Income / (Expense)</b>						
Items that will not be reclassified to Profit and Loss						
-Remeasurement gains/(losses) on defined benefit plan	(627)	(1,484)	(572)	(3,644)	(2,892)	(2,790)
-Tax on above	219	519	198	1,273	1,001	966
<b>Total Other Comprehensive Income / (Expense)</b>	<b>(408)</b>	<b>(965)</b>	<b>(374)</b>	<b>(2,371)</b>	<b>(1,891)</b>	<b>(1,824)</b>
<b>9 Total Comprehensive Income for the period / year (after tax) (7) + (8)</b>	<b>8,285</b>	<b>6,933</b>	<b>6,370</b>	<b>20,238</b>	<b>15,462</b>	<b>21,496</b>
<b>10 Paid-up equity share capital (Face value Rs.5/- per share)</b>	<b>6,956</b>	<b>6,956</b>	<b>6,956</b>	<b>6,956</b>	<b>6,956</b>	<b>6,956</b>
<b>11 Reserves (excluding Revaluation Reserves)</b>						<b>3,62,394</b>
<b>12 Net Worth (Refer footnote 1)</b>						<b>3,51,067</b>
<b>13 Earnings per equity share of Rs.5/- each</b>						
Basic and Diluted EPS before extraordinary items for the period (Rs.)	*6.25	*5.68	*4.85	*16.25	*12.47	16.76
Basic and Diluted EPS after extraordinary items for the period (Rs.)	*6.25	*5.68	*4.85	*16.25	*12.47	16.76
<b>Additional information :-</b>						
<b>Earnings before finance costs, tax, depreciation and amortization, exceptional items (EBITDA) (Refer footnote 2)</b>	<b>26,786</b>	<b>25,781</b>	<b>22,111</b>	<b>75,233</b>	<b>61,563</b>	<b>82,971</b>

\*Not annualised

**Foot Notes:**

1. Networth = Equity Share Capital + Other Equity excluding Capital Reserves, Capital Redemption Reserve and Debenture Redemption Reserve
2. The company has presented Earnings before Finance costs, Tax, Depreciation, Amortisation, Other income and Exceptional items (EBITDA) additionally as part of Financial Results.

For APOLLO HOSPITALS ENTERPRISE LTD.

Suneeta Reddy  
Managing Director

**Apollo Hospitals Enterprise Limited**  
Regd. Office : No. 19 Bishop Gardens, Raja Annamalaipuram, Chennai-28, Tamil Nadu

**2. Segment wise Revenue, Results, Segment Assets and Segment Liabilities**

Particulars	Three months ended 31/12/2018	Three months ended 30/09/2018	Corresponding Three months ended 31/12/2017	Year to date figures for previous period ended 31/12/2018	Year to date figures for previous period ended 31/12/2017	Previous year ended 31/03/2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
<b>1. Segment Revenue</b>						
Total Income from Operations, Net						
a) Healthcare Services	1,15,733	1,12,661	99,566	3,30,248	2,91,473	3,91,478
b) Pharmacy	1,01,189	96,370	86,061	2,86,767	2,40,534	3,26,888
Total Income from Operations, Net	2,16,922	2,09,031	1,85,627	6,17,015	5,32,007	7,18,366
Less : Intersegmental Revenue	18	19	16	60	48	65
Income from Operations	2,16,904	2,09,012	1,85,611	6,16,955	5,31,959	7,18,301
<b>2. Segment Results</b>						
a) Healthcare Services	14,524	14,188	12,077	40,810	33,132	44,033
b) Pharmacy	4,605	4,205	3,259	12,138	8,545	11,738
Total (a)+(b)	19,129	18,393	15,336	52,948	41,677	55,771
Less : Finance Cost	6,900	6,602	6,354	19,709	17,776	24,017
Add: Other un-allocable income (net of expenditure)	811	(7)	802	1,009	723	1,230
Total Profit Before Tax	13,040	11,784	9,784	34,248	24,624	33,013
<b>3. Capital Employed</b>						
(Segment Assets - Segment Liabilities)						
a) Healthcare Services *						
Segment Assets	6,01,970	5,94,751	5,70,295	6,01,970	5,70,295	5,84,114
Segment Liabilities	(81,631)	(88,208)	(62,488)	(81,631)	(62,488)	(71,711)
b) Pharmacy						
Segment Assets	1,11,794	1,08,604	89,850	1,11,794	89,850	93,726
Segment Liabilities	(24,445)	(23,232)	(18,782)	(24,445)	(18,782)	(15,389)
c) Unallocable Assets						
Segment Assets	1,29,241	1,30,714	1,02,467	1,29,241	1,02,467	1,03,367
Segment Liabilities	(3,55,717)	(3,49,700)	(3,18,067)	(3,55,717)	(3,18,067)	(3,24,757)
Total Capital Employed	3,81,212	3,72,929	3,63,275	3,81,212	3,63,275	3,69,350
* Includes segment assets in various hospital projects under construction	87,082	80,553	64,148	87,082	64,148	69,830

For APOLLO HOSPITALS ENTERPRISE LTD.

*Suneeta Reddy*  
Suneeta Reddy  
Managing Director

**NOTES:**

1. The unaudited financial results for the three months and nine months ended December 31, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on February 8, 2019 and February 9, 2019 respectively and have been subjected to limited review by the statutory auditors.
2. The listed non-convertible debentures of the Company aggregating to Rs. 70,000 lakhs as on 31st December 2018 are secured by way of pari-passu first charge on the fixed assets of the Company existing and future along with Banks and Institutions and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures.
3. The Board of Directors at their meeting held on November 14, 2018 have approved a Scheme of Arrangement ("the Scheme") between Apollo Hospitals Enterprise Limited ("AHEL") and Apollo Pharmacies Limited ("APL") and their respective shareholders in accordance with the provisions of Sections 230 to 232 of the Companies Act, 2013, for the transfer of the front-end retail pharmacy business carried out in the standalone pharmacy segment to APL by way of slump sale, subject to necessary approvals by stock exchanges, shareholders, National Company Law Tribunal and all other requisite regulatory authorities. Pending receipt of necessary approvals, no effect for the Scheme has been given in the results for the three and nine months ended December 31, 2018.
4. Effective April 1, 2018 the Company has adopted IND AS 115 - Revenue from contracts with customers, using the cumulative catch-up transition method which is applied to contracts that were not completed as of April 1, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect of adoption of IND AS 115 is insignificant.
5. Other Income includes the following

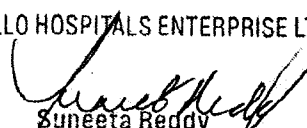
Rs in Lakhs						
Particulars	Three months ended 31/12/2018	Three months ended 30/09/2018	Corresponding Three months ended 31/12/2017	Year to date figures for year ended 31/12/2018	Year to date figures for previous year ended 31/12/2017	Previous year ended 31/03/2018
Net exchange (gain) / loss	(301)	271	(226)	(27)	324	168

For APOLLO HOSPITALS ENTERPRISE LIMITED

DR. PRATHHAP C REDDY  
EXECUTIVE CHAIRMAN

Place : Chittoor  
Date : February 9, 2019

For APOLLO HOSPITALS ENTERPRISE LTD.

  
Suneeta Reddy  
Managing Director

Apollo Hospitals Enterprise Limited  
Corporate Identity Number : L85110TN1979PLC008035  
Regd. Office : No. 19 Bishop Gardens, Raja Annamalaipuram, Chonnai - 28, Tamil Nadu  
Tel. +91-44-28290956, Fax. +91-44-28290956, Email: investor.relations@apollohospitals.com,  
Website : www.apollohospitals.com

**Extract of Statement of Standalone Unaudited Financial Results  
for the Three and Nine Months Ended 31st December 2018**

(Rs. in Lakhs, except per share data)

Particulars	Three months ended 31/12/2018	Three months ended 30/09/2018	Corresponding Three months ended 31/12/2017	Year to date figures for current period ended 31/12/2018	Year to date figures for previous period ended 31/12/2017	Previous year ended 31/03/2018
	Unaudited	Unaudited	Unaudited	Unaudited	Unaudited	Audited
Total Income from Operations (net)	2,17,715	2,09,005	1,86,413	6,17,964	5,32,682	7,19,560
Net Profit/(Loss) for the period (before Tax, Exceptional and/or Extraordinary Items)	13,040	11,784	9,784	34,248	24,624	33,013
Net Profit/(Loss) for the period (before Tax, after Exceptional and/or Extraordinary Items)	13,040	11,784	9,784	34,248	24,624	33,013
Net profit/(Loss) for the period after tax (after Exceptional and Extraordinary Items)	8,693	7,898	6,744	22,609	17,353	23,320
Total Comprehensive Income for the period [comprising Profit/(Loss) for the period (after tax) and Other Comprehensive Income (after tax)]	8,285	6,933	6,370	20,238	15,462	21,496
Paid up Equity Share Capital (Face value of Rs.5/- each)				6,956	6,956	6,956
Other Equity						3,62,394
Earnings Per Share of Rs. 5/- each						
Basic	*6.25	*5.68	*4.85	*16.25	*12.47	16.76
Diluted	*6.25	*5.68	*4.85	*16.25	*12.47	16.76

\* Not Annualised  
Notes

1 The above is an extract of the detailed format of standalone financial results for the three and nine months ended 31st December 2018 filed with stock exchanges under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The full format of the Financial Results are available on the stock exchange websites www.nseindia.com and www.bseindia.com and also the company's website www.apollohospitals.com

2 The unaudited financial results for the three months and nine months ended December 31, 2018 have been reviewed by the Audit Committee and approved by the Board of Directors in their meetings held on February 8, 2019 and February 9, 2019 respectively and have been subjected to limited review by the statutory auditors.

3 The listed non-convertible debentures of the Company aggregating to Rs. 70,000 lakhs as on 31st December 2018 are secured by way of pari-passu first charge on the fixed assets of the Company existing and future along with Banks and Institutions and the asset cover thereof exceeds hundred percent of the principal amount of the said debentures

4 The Board of Directors at their meeting held on November 14, 2018 have approved a Scheme of Arrangement ("the Scheme") between Apollo Hospitals Enterprise Limited ("AHEL") and Apollo Pharmacies Limited ("APL") and their respective shareholders in accordance with the provisions of Sections 230 to 232 of the Companies Act, 2013, for the transfer of the front-end retail pharmacy business carried out in the standalone pharmacy segment to APL by way of slump sale, subject to necessary approvals by stock exchanges, shareholders, National Company Law Tribunal and all other requisite regulatory authorities. Pending receipt of necessary approvals, no effect for the Scheme has been given in the results for the three and nine months ended December 31, 2018

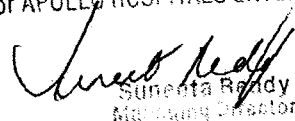
5 Effective April 1, 2018 the Company has adopted IND AS 115 – Revenue from contracts with customers, using the cumulative catch-up transition method which is applied to contracts that were not completed as of April 1, 2018. Accordingly, the comparatives have not been retrospectively adjusted. The effect of adoption of IND AS 115 is insignificant.

for APOLLO HOSPITALS ENTERPRISE LIMITED

Place : Chittoor  
Date : 9th February 2019

DR. PRATHAP C REDDY  
Executive Chairman

For APOLLO HOSPITALS ENTERPRISE LTD.

  
Suneeta Reddy  
Managing Director

**INDEPENDENT AUDITOR'S REVIEW REPORT ON REVIEW OF INTERIM STANDALONE  
FINANCIAL RESULTS**

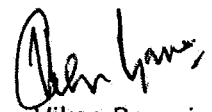
**TO THE BOARD OF DIRECTORS OF  
APOLLO HOSPITALS ENTERPRISE LIMITED**

1. We have reviewed the accompanying Statement of Unaudited Standalone Financial Results of **Apollo Hospitals Enterprise Limited** ("the Company"), for the three months and nine months ended December 31, 2018 ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016.

This Statement which is the responsibility of the Company's Management and approved by the Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013 read with relevant rules issued thereunder and other accounting principles generally accepted in India. Our responsibility is to issue a report on the Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410 'Review of Interim Financial Information Performed by the Independent Auditor of the Entity', issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and, accordingly, we do not express an audit opinion.
3. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the aforesaid Indian Accounting Standards and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as modified by Circular No. CIR/CFD/FAC/62/2016 dated July 5, 2016, including the manner in which it is to be disclosed, or that it contains any material misstatement.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm Registration No. 117366W/W-100018)

  
Vikas Bagaria  
Partner  
(Membership No. 060408)

BENGALURU, February 09, 2019

# Apollo Pharmacies Limited

The financial details and capital evolution of the transferee/ amalgamated company for the previous 3 years as per the audited statement of Accounts:

Name of the Company: **Apollo Pharmacies Limited**

(Rs. in Crores)

Particulars	As at 31st December, 2018	As per last Audited Financial Year	1 year prior to the last Audited Financial Year	2 years prior to the last Audited Financial Year
	(Provisional)	2017-2018	For the period 08-07-2016 to 31-03-2017	-
Equity Paid up Capital	0.05	0.05	0.05	-
Reserves and surplus	-0.031	-0.012	-0.009	-
Carry forward losses			-	-
Net Worth	0.019	0.038	0.041	-
Miscellaneous Expenditure				-
Secured Loans				-
Unsecured Loans	-	0.009	0.007	-
Fixed Assets				-
Income from Operations				-
Total Income				-
Total Expenditure	-0.018	0.003	0.009	-
Profit before Tax	-0.018	-0.003	-0.009	-
Profit after Tax	-0.018	-0.003	-0.009	-
Cash profit	-0.018	-0.003	-0.009	-
EPS (in INR)	-3.688	-0.693	-1.758	-
Book value per share of Rs. 10/- each (in INR)	0.0019	0.0038	0.0041	-

**Note:**

1. The financials should not be more than 6 months old. In such cases additional column may be added to provide the latest financials.

For **Apollo Pharmacies Limited**

**S OBUL REDDY**  
**DIRECTOR**

Place: *chennai*

Date: *22/03/2019*



The Board of Directors  
**Apollo Hospitals Enterprise Limited**  
 19, Bishop Gardens,  
 Raja Annamalaipuram,  
 Chennai - 600028

**Independent Auditor's Certificate certifying the accounting treatment contained in the Proposed Scheme of Arrangement between Apollo Hospitals Enterprise Limited, Apollo Pharmacies Limited and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 including any statutory modifications, re-enactment or amendments thereof**

1. This certificate is issued in accordance with the terms of our engagement letter containing reference VB/AHEL/DM-EL/001/2018-19 dated February 13, 2019.
2. We, Deloitte Haskins & Sells LLP, Chartered Accountants, the Statutory Auditors of Apollo Hospitals Enterprise Limited ("the Company" / "Transferor Company"), have examined the proposed accounting treatment specified in Clause 16 in the proposed Scheme of Arrangement (hereinafter referred as ("the proposed Scheme") between the Company and Apollo Pharmacies Limited ("Transferee Company") and their respective shareholders pursuant to the provisions of Sections 230 to 232 and other relevant provisions of the Companies Act, 2013, as may be applicable, with reference to its compliance with the applicable Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read with the rules made there under.

**Management's responsibility**

3. The responsibility for the preparation of the proposed Scheme and its compliance with the relevant laws and regulations, including the applicable Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read with the rules made there under as aforesaid, is that of the Board of Directors of the Companies involved. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Scheme and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.

**Auditor's responsibility**

4. Our responsibility is only to examine and report whether the accounting treatment referred to in Clause 16 of the proposed Scheme referred to above comply with the applicable Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read with the rules made there under. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. The Appointed Date for the purpose of this certificate is considered as April 1, 2019 or such other date as may be approved by the Competent Authority or any other appropriate authority, as defined in Clause 1.4 of the proposed Scheme.



5. We carried out our examination in accordance with the Guidance Note on Reports or Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India (ICAI) and Standards on Auditing specified under Section 143(10) of the Companies Act, 2013, in so far as applicable for the purpose of this certificate. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by (ICAI).
6. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements. Further our examination did not extend to any other parts and aspects of a legal or proprietary nature in the aforesaid Scheme.

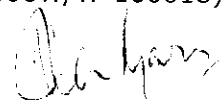
**Opinion**

7. Based on our examination and according to the information and explanations given to us, we are of the opinion that the accounting treatment contained in Clause 16 of the proposed Scheme, is in compliance with the applicable Indian Accounting Standards notified under Section 133 of the Companies Act, 2013, read with the rules made there under
8. For ease of references, Clause 16 of the Scheme, duly authenticated on behalf of the Company, is reproduced in Annexure 1 to this Certificate and is initialed by us only for the purposes of identification.

**Restriction on use**

9. This certificate is issued at the request of the Management of the Company pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for onward submission by the Company to the Stock Exchange(s) and to the National Company Law Tribunal. This Certificate should not be used for any other purpose without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



**Vikas Bagaria**  
Partner  
(Membership No. 060408)

Place: Bengaluru  
Date: March 20, 2019  
Ref: VB /AHEL/DM/001/2018-19  
UDIN: 19060408AAAAAG3099

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## Annexure 1

**Relevant extract of Clause 16 of the proposed Scheme of arrangement between Apollo Hospitals Enterprise Limited, Apollo Pharmacies Limited and their respective shareholders under Sections 230 to 232 of the Companies Act, 2013 including any statutory modifications, re-enactment or amendments thereof**

### **16 Accounting treatment in the books of the Transferor Company**

16.1 Upon the Scheme becoming effective, Transferor Company shall reduce the book value of Divestment Assets and Divestment Liabilities pertaining to the Divestment Business transferred to Transferee Company.

16.2 The surplus or deficit, if any, arising out of the difference between the book value of the Divestment Assets and Divestment Liabilities of the Divestment Business transferred to Transferee Company and the consideration received by Transferor Company as per clause 13 above, in lieu of such transfer shall be recognised in Profit and Loss account.

16.3 The Board of Directors will take necessary steps to ensure that the Scheme is in compliance with Indian Accounting Standards (Ind AS) notified under Section 133 of the Companies Act, 2013, read with the rules made there under.

For Apollo Hospitals Enterprise Limited

S M Krishnan  
Vice President – Finance and Company Secretary

Place : Chennai  
Date : 20<sup>th</sup> March 2019



Per our certificate containing  
Ref: VB/AHEL/DM/001/2018-19  
UDIN : 19060408AAAAAG3099  
and dated MARCH 20, 2019



IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greams Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

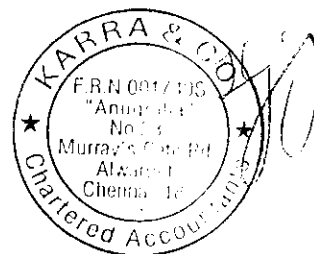


To,  
The Board of Directors,  
Apollo Pharmacies Limited,  
No.19, Bishop Gardens,  
Raja Annamalai Puram,  
Chennai.

### AUDITORS' CERTIFICATE

We, the statutory auditors of Apollo Pharmacies Limited (hereinafter referred to as "the Company"), have examined the proposed accounting treatment specified in Clause 15 of the Draft Scheme of Arrangement of Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders ("Draft Scheme") in terms of the provisions of section(s) of 230 to 232 of the Companies Act, 2013 with reference to its compliance with the applicable Accounting Standards notified under Section 133 of the Companies Act, 2013 read with Rule 7 of the Companies (Accounts) Rules, 2014 and Other Generally Accepted Accounting Principles.

The responsibility for the preparation of the Draft Scheme and its compliance with the relevant laws and regulations, including the applicable Accounting Standards as aforesaid, is that of the Board of Directors of the Companies involved. Our responsibility is to examine and report whether the Draft Scheme complies with the applicable Accounting Standards and Other Generally Accepted Accounting Principles. Nothing contained in this Certificate, nor anything said or done in the course of, or in connection with the services that are subject to this Certificate, will extend any duty of care that we may have in our capacity of the statutory auditors of any financial statements of the Company. We carried out our examination in accordance with the Guidance Note on Audit Reports and Certificates for Special Purposes, issued by the Institute of Chartered Accountants of India.



Mem. No. 219892  
Partner: KARRA & CO.  
Chartered Accountant  
"Anugraha"  
28, Murray's Gate Road  
Alwarpet, Chennai - 600 018



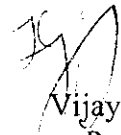
Based on our examination and according to the information and explanations given to us, we confirm that the accounting treatment contained in the aforesaid scheme is in compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and circulars issued thereunder and all the applicable Accounting Standards notified by the Central Government under Section 133 of the Companies Act, 2013 read with rules framed thereunder or the accounting standards issued by ICAI, as applicable, and other generally accepted accounting principles, as prescribed in point no. I(A)(5) of Annexure I of SEBI Circular No. CIR/CFD/DIL3/CIR/2017/21 dated March 10, 2017.

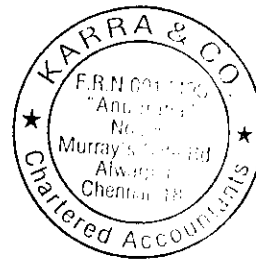
This Certificate is issued at the request of the Apollo Pharmacies Limited pursuant to the requirements of circulars issued under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for onward submission of the draft scheme to the BSE Limited and National Stock Exchange of India Limited (Designated Stock Exchange). This Certificate should not be used for any other purpose without our prior written consent.

Chennai  
27 November 2018

For Karra & Co.,  
Chartered Accountants  
FRN 001749S

T.C. VIJAY  
Mem. No. 219892  
Partner: KARRA & CO.  
Chartered Accountants  
"Anugraha"  
28, Murray's Gate Road,  
Alwarpet, Chennai - 600 018.

  
Vijay T C  
Partner  
Membership No 219892



# APOLLO HOSPITALS ENTERPRISE LIMITED



To, **CIN : L85110TN1979PLC008035**  
The General Manager  
Department of Corporate Services  
National Stock Exchange of India Limited  
'Exchange Plaza'. C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051

22<sup>nd</sup> March 2019

## Re: **Compliance Report**

It is hereby certified that the Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/DIL3/CIR/2017/21 dated March 10, 2017, including the following:

Sl.	Reference	Particulars
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements
2	Regulation 11 of LODR Regulations	Compliance with securities laws
Requirements of SEBI Circular No. CIR/CFD/DIL3/CIR/2017/21		
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges
(b)	Para (I)(A)(2)	Conditions for schemes of arrangement involving unlisted entities
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting

**Company Secretary**

**Managing Director**

Certified that the transactions/ accounting treatment provided in the scheme of arrangement involving Apollo Hospitals Enterprise Limited in compliance with all the Accounting Standards applicable to a listed entity.

**Chief Financial Officer**

IS/ISO 9001:2000

**Managing Directors**

**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greaves Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

The Board of Directors,  
**Apollo Hospitals Enterprise Limited**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600028

**INDEPENDENT AUDITOR'S CERTIFICATE ON THE STATEMENT OF COMPUTATION OF  
PRE ARRANGEMENT NET WORTH OF APOLLO HOSPITALS ENTERPRISE LIMITED AS AT  
MARCH 31, 2018**

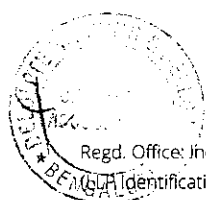
1. This certificate is issued in accordance with the terms of our engagement letter containing reference VB /AH/EL/DM-EL/002/2018-19 dated February 13, 2019.
2. The accompanying statement titled, "The Statement of Computation of Pre arrangement Net Worth of Apollo Hospitals Enterprise Limited ("the Company") as at March 31, 2018" ("the Statement") in respect of proposed Scheme of Arrangement (hereinafter referred as "the proposed Scheme") between the Company and Apollo Pharmacies Limited ("Transferee Company") and their respective shareholders, pursuant to the provisions of Sections 230 to 232 and other relevant provisions of the Companies Act, 2013, as may be applicable contains the details as required pursuant to the requirements of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and has been prepared by the Management of the Company, duly signed by the Company Secretary, for onward submission to the National Company Law Tribunal and other regulatory authorities including Securities and Exchange Board of India and Stock Exchange(s). The Statement has been duly initialled by us for identification purposes only.

**Management's Responsibility for the Statement**

3. The preparation of the Statement in compliance with the relevant laws and regulations, is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; making estimates that are reasonable in the circumstances and ensuring the statement is correct and free from error.

**Auditor's Responsibility**

4. Our responsibility, for the purpose of this report, is to provide a reasonable assurance whether the amounts contained in the aforesaid Statement have been accurately extracted from the audited standalone financial statements of the Company as at and for the year ended March 31, 2018 and the computation of pre arrangement net worth of the Company as at March 31, 2018 is arithmetically correct.
5. The standalone financial statements as of and for the year ended March 31, 2018, referred to in paragraph 4 above in respect of the Company, have been audited by us, on which we issued an unmodified audit opinion vide our report dated May 30, 2018. Our audit of these standalone financial statements were conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.



# **Deloitte Haskins & Sells LLP**

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

## **Opinion**

8. Based on our examination, as above, and according to the information and explanations provided to us by the Management of the Company, we are of the opinion that the amounts contained in the Statement, read with and subject to the notes stated therein, are accurately extracted from and are in agreement with the audited standalone financial statements of the Company as at and for the year ended March 31, 2018, and the computation of pre arrangement net worth of the Company as at March 31, 2018 is arithmetically correct.

## **Restriction on Use**

9. This Certificate is issued at the request of the Management of the Company in connection with the proposed Scheme of Arrangement between the Company and Apollo Pharmacies Limited and their respective shareholders, pursuant to the provisions of Sections 230 to 232 and other relevant provisions of the Companies Act, 2013 as may be applicable, contains the details as required pursuant to the requirements of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for onward submission to the National Company Law Tribunal and other regulatory authorities including Securities and Exchange Board of India and Stock Exchange(s) and should not be used for any other purpose or distributed without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

**For DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)

  
**Vikas Bagaria**  
Partner  
(Membership No. 060408)

Place: Bengaluru  
Date: March 20, 2019  
Ref: VB/AHEL/DM/002/2018-19  
UDIN: 19060408AAAAE5234



# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## STATEMENT OF COMPUTATION OF PRE ARRANGEMENT NET WORTH OF APOLLO HOSPITALS ENTERPRISE LIMITED ("THE COMPANY") AS AT MARCH 31, 2018

Particulars (Refer Notes below)	Amount in INR Million
Paid up Equity Share Capital	695.63
Reserves	
- General Reserve	11,256.85
- Securities Premium Reserve	17,138.52
- Retained Earnings	7,205.83
- Capital Reserve	18.26
- Capital Redemption Reserve	60.02
- Debenture Redemption Reserve	1,750.00
- Other Comprehensive Income (OCI)	(497.00)
- Ind AS Transition Reserve	(693.11)
<b>Total Equity as at March 31, 2018</b>	<b>36,935.00</b>
Less:	
Securities Premium Reserve	17,138.52
Capital Reserve	18.26
Capital Redemption Reserve	60.02
Debenture Redemption Reserve	1,750.00
<b>Pre Arrangement Net Worth as at March 31, 2018 (Refer Note ii below)</b>	<b>17,968.20</b>

### Notes:

- The amounts stated in the table above, have been extracted from the audited standalone financial statements of the company as at and for the year ended March 31, 2018 for determining the pre arrangement net worth as at March 31, 2018.
- Pre arrangement net worth for the purpose of the statement is considered as defined in the list of documents described by the exchange(s) to be submitted for obtaining approval under Regulation 37 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 which is as under:

Net Worth = Equity Share Capital + Free Reserves (to be considered as per Section 2(43) of the Companies Act, 2013) – Miscellaneous Expenditure written off.

For **Apollo Hospitals Enterprise Limited**

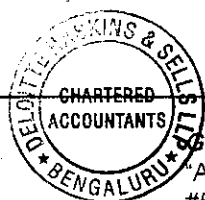
S M Krishnan  
Vice President – Finance and Company Secretary

Place : Chennai  
Date : 20<sup>th</sup> March 2019



Per our certificate containing  
Ref: VB/AHEL/DM/002/2018-19  
UDIN : 19060408AAAAAES234  
and dated ~~MARCH~~ 20, 2019

IS/ISO 9001:2000



### Regd. Office :

19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

### General Office :

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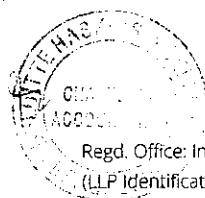
The Board of Directors,  
**Apollo Hospitals Enterprise Limited**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600028

**INDEPENDENT AUDITOR'S CERTIFICATE ON THE STATEMENT OF COMPUTATION OF  
PROVISIONAL POST ARRANGEMENT NET WORTH OF APOLLO HOSPITALS ENTERPRISE  
LIMITED**

1. This certificate is issued in accordance with the terms of our engagement letter containing reference VB /AHEL/DM-EL/003/2018-19 dated February 13, 2019.
2. The accompanying statement titled, "The Statement of Computation of Provisional Post Arrangement Net Worth of Apollo Hospitals Enterprise Limited ("the Company") computed based on the standalone financial statements as at and for the year ended March 31, 2018, and other information and assumptions considered by the Management of the Company, after giving effect to the proposed transfer of the divestment assets and divestment liabilities" ("the Statement") as defined in the proposed Scheme of Arrangement (hereinafter referred to as "the proposed Scheme") between the Company and Apollo Pharmacies Limited ("Transferee Company") and their respective shareholders, pursuant to the provisions of Sections 230 to 232 and the relevant provisions of the Companies Act, 2013, as may be applicable, contains the details as required pursuant to the requirements of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and has been prepared by the Management of the Company, duly signed by the Company Secretary, for onward submission to the National Company Law Tribunal and other regulatory authorities including Securities and Exchange Board of India and Stock Exchange(s). The Statement has been duly initialled by us for identification purposes only.

**Management's Responsibility for the Statement**

3. The preparation of the Statement in compliance with the relevant laws and regulations, is the responsibility of the Management of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; making estimates that are reasonable in the circumstances and ensuring the statement is correct and free from error.
4. The Management of the Company has computed the provisional post arrangement net worth based on the audited standalone financial statements of the Company as at and for the year ended March 31, 2018, other information and assumptions considered by the Management of the Company to give effect to the proposed transfer of the divestment assets and divestment liabilities as defined under clause 1.13 and 1.17 of the proposed Scheme respectively. As on appointed date of the Scheme i.e. April 1, 2019 or such other date as may be approved by the Competent Authority or any other appropriate authority, defined in clause 1.4 of the proposed Scheme ("proposed appointed date"), carrying values of the above mentioned assets and liabilities of the Company will undergo a change for transactions between April 1, 2018 and the proposed appointed date. Accordingly, the proposed post-arrangement net worth will undergo a change on the proposed appointed date.

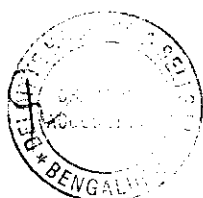


**Auditor's Responsibility**

5. Our responsibility, for the purpose of this report, is to provide a reasonable assurance whether the amounts contained in the aforesaid Statement have been accurately extracted from the audited standalone financial statements of the Company as at and for the year ended March 31, 2018 and the computation of provisional post arrangement net worth of the Company is arithmetically correct, after giving effect to the proposed accounting treatment specified in the proposed Scheme, adjusted for the other information and assumptions ~~considered~~ determined by the Management of the Company, as detailed in the Notes to the Statement annexed herewith.
6. The standalone financial statements as at and for the year ended March 31, 2018, referred to in paragraph 5 above in respect of the Company, have been audited by us, on which we issued an unmodified audit opinion vide our report dated May 30, 2018. Our audit of these standalone financial statements were conducted in accordance with the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India and the Standards on Auditing specified under Section 143(10) of the Companies Act, 2013. This Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Review Historical Financial Information, and Other Assurance and Related Services Engagements.

**Opinion**

9. Based on our examination and according to the information and explanations provided to us by the Management of the Company, we are of the opinion that the amounts contained in the Statement, read with and subject to notes therein are accurately extracted from the audited standalone financial statements of the Company as at and for the year ended March 31, 2018; and the computation of provisional post arrangement net worth of the Company is arithmetically correct, after giving effect to the proposed accounting treatment specified in the proposed Scheme, adjusted for the other information and assumptions determined by the Management of the Company, as detailed in the Notes to the Statement annexed herewith.



# **Deloitte Haskins & Sells LLP**

## **Restriction on Use**

10. This Certificate is issued at the request of the Management of the Company in connection with the proposed scheme of arrangement between the Company and Apollo Pharmacies Limited and their respective shareholders, pursuant to the provisions of Sections 230 to 232 and other relevant provisions of the Companies Act, 2013, as may be applicable, contains the details as required pursuant to the requirements of Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, for onward submission to the National Company Law Tribunal and other regulatory authorities including Securities and Exchange Board of India and Stock Exchange(s) and should not be used for any other purpose or distributed without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For **DELOITTE HASKINS & SELLS LLP**  
Chartered Accountants  
(Firm's Registration No. 117366W/W-100018)



**Vikas Bagaria**  
Partner  
(Membership No. 060408)

Place: Bengaluru  
Date: March 20, 2019  
Ref: VB/AHEL/DM/003/2018-19  
UDIN: 19060408AAAAAF7648

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035

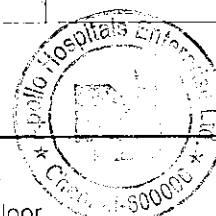
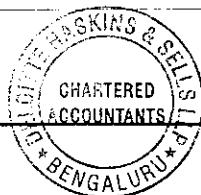


THE STATEMENT OF COMPUTATION OF PROVISIONAL POST ARRANGEMENT NET WORTH OF APOLLO HOSPITALS ENTERPRISE LIMITED ("THE COMPANY") COMPUTED BASED ON THE FINANCIAL STATEMENTS AS AT AND FOR THE YEAR ENDED MARCH 31, 2018 AND OTHER INFORMATION AND ASSUMPTIONS CONSIDERED BY THE MANAGEMENT OF THE COMPANY AFTER GIVING EFFECT TO THE TRANSFER OF THE DIVESTMENT ASSETS AND DIVESTMENT LIABILITIES

(All amounts in INR Million)

Particulars	As at March 31, 2018 [Refer Note i] (1)	Impact of the proposed Scheme [Refer Note ii] (Unaudited) (2)	Post- arrangement net worth (Unaudited) (3)=(1)+(2)	Note reference for amounts considered in column (2)
<b>Non-current assets</b>				
(a) Property, Plant and Equipment	36,301.27	(1,546.59)	34,754.68	v
(b) Capital work-in-progress	6,983.04	(80.15)	6,902.89	v
(c) Goodwill	948.30	-	948.30	
(d) Other Intangible assets	366.31	-	366.30	
(e) Financial Assets				
(i) Investments	8,551.68	-	8,551.68	
(ii) Investments in Debentures and Preference Shares	426.40	-	426.40	
(iii) Other financial assets	2,160.28	(771.96)	1,388.32	v
(f) Income Tax Asset (Net)	1,129.74		1,129.74	
(g) Other non-current assets	1,456.17	(16.32)	1,439.85	v
<b>Total Non - Current Assets (A)</b>	<b>58,323.19</b>	<b>(2,415.02)</b>	<b>55,908.17</b>	
<b>Current assets</b>				
(a) Inventories	5,386.83	(2,111.44)	3,275.39	vi
(b) Financial assets				
(i) Investments	20.06	-	20.06	
(ii) Trade receivables	8,046.93	-	8,046.93	
(iii) Cash and cash equivalents	2,469.38		2,469.38	
(iv) Bank balances other than (iii) above	476.22	-	476.22	
(v) Other financial assets	2,172.41	(53.42)	2,118.99	v
(c) Other current assets	1,225.71	-	1,225.71	
<b>Total Current Assets (B)</b>	<b>19,797.54</b>	<b>(2,164.86)</b>	<b>17,632.68</b>	
<b>Non-current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	25,471.02	-	25,471.02	
(ii) Trade payables	-	-	-	
(ii) Other financial liabilities	97.93	-	97.93	
(b) Deferred tax liabilities (Net)	2,466.06	-	2,466.06	
<b>Total Non - Current Liabilities (C)</b>	<b>28,035.01</b>	<b>-</b>	<b>28,035.01</b>	

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# APOLLO HOSPITALS ENTERPRISE LIMITED

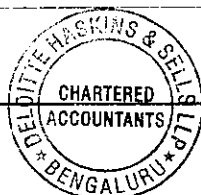
CIN : L85110TN1979PLC008035



(All amounts in INR Million)

Particulars	As at March 31, 2018 [Refer Note i] (1)	Impact of the proposed Scheme [Refer Note ii] (2) [Unaudited]	Post- arrangement net worth (3)=(1)+(2) [Unaudited]	Note reference for amounts considered in column (2)
<b>Current liabilities</b>				
(a) Financial Liabilities				
(i) Borrowings	3,495.27	-	3,495.27	
(ii) Trade payables	4,733.88	(11.25)	4,722.63	vii
(iii) Other financial liabilities	3,557.50	(160.73)	3,396.77	viii
(b) Provisions	675.15	(155.28)	519.87	vii
(c) Other current liabilities	688.91	(0.72)	688.19	v
<b>Total Current Liabilities (D)</b>	<b>13,150.72</b>	<b>(327.98)</b>	<b>12,822.74</b>	
<b>Net Assets as at March 31, 2018 (A+B-C-D) = E represented by Total Equity</b>	<b>36,935.00</b>	<b>(4,251.90)</b>	<b>32,683.10</b>	
Add: Proposed lump sum cash consideration receivable from the transferee company upon the Proposed Scheme coming into effect (clause 13.1 of the proposed Scheme) (Refer Note ix)		5,278.00	5,278.00	
Less: Estimated income tax liability on the probable gain upon proposed transfer of divestment business (Refer Notes ii, iii and note ix)		(211.48)	(211.48)	
<b>Proposed lump sum cash consideration net of Tax (F)</b>		<b>5,066.52</b>	<b>5,066.52</b>	
<b>Net Assets as at March 31, 2018 (after considering the proposed lump sum cash consideration, net of tax) (G) = (E) + (F) represented by Total Equity</b>	<b>36,935.00</b>	<b>814.62</b>	<b>37,749.62</b>	
Less:				
- Securities Premium Reserve			17,138.52	iv
- Capital Reserve			18.26	iv
- Capital Redemption Reserve			60.02	iv
- Debenture Redemption Reserve			1,750.00	iv
<b>Total of above (H)</b>			<b>18,966.80</b>	
<b>Provisional Post Arrangement Net worth (G)-(H)</b>			<b>18,782.82</b>	

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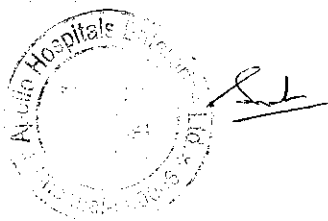
# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



## Notes:

- i. The amounts stated in the column (1) containing the heading "As at March 31, 2018", have been extracted from the audited standalone financial statements of the company as at and for the year ended March 31, 2018.
- ii. The adjustments considered in Column 2 with respect to the proposed transfer of the divestment assets and divestment liabilities (as defined under clause 1.13 and 1.17 respectively of the proposed Scheme) and tax consequences of the proposed transfer are based on management assumptions as described in notes v to viii and x below.
- iii. The appointed date has been defined in the proposed Scheme as April 1, 2019 or such other date as may be approved by the Competent Authority or any other appropriate authority (clause 1.4 of the proposed Scheme) ("proposed appointed date"). For the limited purpose of this certificate, the assets and liabilities as per the audited financial statements as at and for the year ended March 31, 2018 have been adjusted to give effect to the proposed transfer of the divestment assets and divestment liabilities (as defined under clause 1.13 and 1.17 of the proposed Scheme respectively) and the proposed lump sum consideration receivable on the transfer of the divestment business, net of tax, for determining the provisional post arrangement Net Worth. As on the proposed appointed date of the proposed Scheme, carrying values of the assets and liabilities of the Company will undergo a change for transactions between April 1, 2018 and the proposed appointed date and accordingly, the post-arrangement net worth will undergo a change as on the proposed appointed date. Taxes will be adjusted for the tax laws prevailing as on the date on which the proposed Scheme becomes effective (as defined in clause 1.18 of the proposed Scheme).
- iv. Post arrangement net worth for the purpose of the statement is considered as defined in the list of documents described by the exchange(s) to be submitted for obtaining approval under regulation 37 of SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015 which is as under:  
  
$$\text{Net Worth} = \text{Equity Share Capital} + \text{Free Reserves (to be considered as per Section 2(43) of the Companies Act, 2013)} - \text{Miscellaneous Expenditure written off.}$$
- v. Represents the divestment assets / divestment liabilities (as defined under clause 1.13 and 1.17 of the proposed Scheme respectively) relating to the business of front end retail pharmacy carried out at standalone pharmacy and front end retail pharmacy activity carried out through on-line platform for retail pharmacy.
- vi. The inventory proposed to be transferred is as determined by the Management of the Company, after considering the inventory of the residual undertaking as defined under clause 1.27 of the proposed Scheme.



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# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



- vii. Represents salary / bonus payable (included under Trade Payables and Provisions respectively) pertaining to employees of the Standalone pharmacy (SAP) segment of the Company as at March 31, 2018, determined to be entirely attributable to front end retail business by the Management of the Company.
- viii. Represents creditors for capital and other expenses pertaining to the Standalone pharmacy (SAP) segment of the Company as at March 31, 2018, determined to be entirely attributable to front end retail business by the Management of the Company.
- ix. The sale consideration of Rs. 5,278 million is as provided under clause 13 of the proposed Scheme.
- x. Tax is as determined by the management in accordance with the current prevailing tax legislation.

For Apollo Hospitals Enterprise Limited

S M Krishnan

Vice President – Finance and Company Secretary



Place : Chennai

Date : 20<sup>th</sup> March 2019

Per our certificate containing

Ref: VB/AHEL/DM/003/2018-19

UDIN : 19060408AAAAAF7648

and dated March 20, 2019



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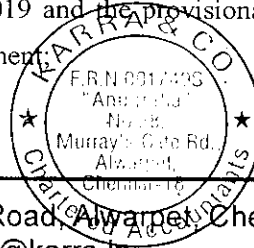
Appendix 9A.

**KARRA & CO.**  
Chartered Accountants

**Independent Chartered Accountant's Report on the Statement of  
Computation of Net Worth as on 31<sup>st</sup> March 2018**

The Board of Directors,  
Apollo Pharmacies Limited,  
No.19, Bishop Gardens,  
Raja Annamalai Puram,  
Chennai.

1. We, Karra & Co., Chartered Accountants have examined computation of pre-arrangement net worth as on 31<sup>st</sup> March 2018 and provisional post-arrangement net worth of Apollo Pharmacies Limited ('the Company').
2. The accompanying computation of pre-arrangement net worth as per audited standalone financial statements as on 31<sup>st</sup> March 2018 and provisional post-arrangement net worth of the Company ('hereinafter referred to as 'the Statement') based on the Draft Scheme of Arrangement of Apollo Hospitals Enterprise Limited ('Transferor Company') and Apollo Pharmacies Limited and their respective shareholders has been prepared by the Company and initialed by us for identification purposes only.
3. We have performed verification procedures, in accordance with Guidance Note of Reports or Certificates for Special Purposes (Revised 2016) issued by Institute of Chartered Accountants of India ('ICAI'). We have complied with the relevant applicable requirements of the Statutory Quality Control (SQC 1), Quality Control for Firms that perform Audit and Review of Historical Financial information and other Assurance and Related Service Engagements.
4. For the purpose of this Certificate, we have traced the numbers considered for computation of pre-arrangement net worth from audited standalone financial statements of the Company for the year ended 31<sup>st</sup> March 2018. For verifying the changes to the net worth pursuant to the draft scheme, we have carried out the following procedures;
  - a. Confirmed the consideration to be discharged to the Transferor Company from the Board Resolution approving the draft scheme;
  - b. Traced the amounts for provisional post-arrangement net worth in the statement to the Projected financial statements for the year ended 31 March 2019 and the provisional post-arrangement changes in the Net worth due to the proposed arrangement;



**I.C. VIJAY**  
Member No. 219892  
Partner: KARRA & CO.  
Chartered Accountants  
"Anugraha"  
28, Murray's Gate Road,  
Alwarpet, Chennai - 600 018



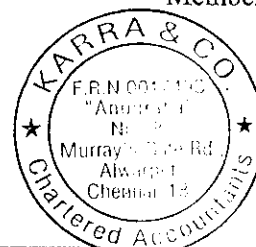
- c. Tested the arithmetical accuracy of the Statement;
  - d. Obtained draft Scheme of Arrangement of Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders;
  - e. Obtained necessary representations from management
5. The provisional post-arrangement net worth of the Company has been arrived at on the basis of balances of assets and liabilities appearing as on 31<sup>st</sup> March 2018 in the audited standalone financial statements of the Company and other company forming part of the Scheme adjusted for the projected Loss for the financial year 2018-19 and for the expected post arrangement changes in the Net worth due to the arrangement. As on appointed date of the scheme i.e. 1<sup>st</sup> April 2019, carrying values of the assets and liabilities of the Company and other company forming part of the scheme may undergo a change and hence to that extent, post-arrangement net worth calculation may also undergo a change.
6. Based on procedures performed by us as stated above and as per the information and explanation provided to us by the management of the Company, amounts contained in the attached computation of pre-arrangement net worth and provisional post-arrangement net worth, is as per audited standalone financial statements as on 31<sup>st</sup> March 2018 and the Projected financial statements for the financial year 2018-19 adjusted for post arrangement changes in the Net worth due to the arrangement.
7. This Certificate is addressed to and provided to the Board of Directors of the Company solely to comply with the requirements of Stock Exchanges for filing along with the Scheme, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

Chennai  
27 November 2018

For Karra & Co.,  
Chartered Accountants  
- FRN 001749S

T.C. VIJAY  
Mem. No. 219892  
Partner: KARRA & CO.  
Chartered Accountants  
"Anugraha"  
28, Murray's Gate Road,  
Alwarpet, Chennai - 600 018

  
Vijay T C  
Partner  
Membership No 219892



**KARRA & CO.**

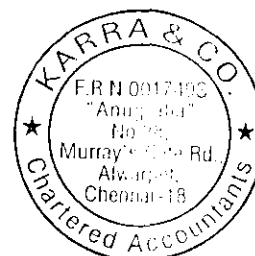
Chartered Accountants

**Annexure to the Independent Chartered Accountant's Report on the Statement of  
Computation of Net Worth as on 31<sup>st</sup> March 2018**

<b>Computation of pre-arrangement net worth as on 31<sup>st</sup> March 2018 and provisional net worth post-arrangement – INR In Millions</b>		
<b>Particulars</b>	<b>Pre-arrangement</b>	<b>Post-arrangement</b>
	<b>Rs. In Millions</b>	<b>Rs. In Millions</b>
Share Capital – I	0.50	1435.00
Add:		
Reserves & Surplus* – II	-0.12	-0.37
Total Net Worth – (I + II)	0.38	1434.63

\*Reserves and surplus includes Capital Reserve, Capital Redemption Reserve, Securities Premium Account, General Reserve, Retained earnings, Debenture Redemption Reserve and Share option outstanding reserve.

T.C. VIJAY  
Mem. No. 219852  
Partner: KARRA & CO.  
Chartered Accountants  
"Anugraha"  
28, Murray's Gate Road  
Alwarpet, Chennai-600 018



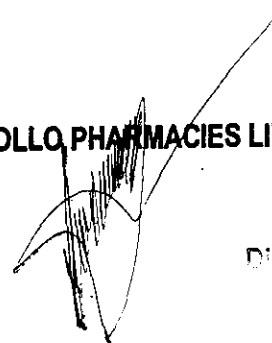
# Apollo Pharmacies Limited

## Management Estimate (Net worth Computation)

Post - Slump sale- 01 April 2019

In Mio	
Particulars	Post - Demerger
	Total
Share capital	0.50
Reserves & Surplus as on March 18	-0.12
<b>Networth as on March 2018</b>	<b>0.38</b>
Add : Estimated Loss for the year 2018-19	-0.25
<b>Estimated Net worth as on March 2019</b>	<b>0.13</b>
Additional Share capital to be infused by holding company, Apollo Medicals Private Limited post slump sale for discharging partial slump sale consideration after the scheme is approved by NCLT	1,434.50
<b>Net worth as on 01 April 2019</b>	<b>1,434.63</b>

For APOLLO PHARMACIES LIMITED



Director

**APOLLO HOSPITALS ENTERPRISE LIMITED**

CIN : L85110TN1979PLC008035



**EXTRACT OF THE MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS OF APOLLO HOSPITALS ENTERPRISE LIMITED HELD ON 14<sup>TH</sup> NOVEMBER 2018 AT SUNNY SIDE BUILDING, NO. 8/17 SHAFEE MOHAMMED ROAD, CHENNAI - 600 006**

**"RESOLVED THAT** pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications, re-enactment or amendments thereof and subject to the requisite approval of the shareholders of Apollo Hospitals Enterprise Limited through postal ballot/ e-voting such that votes cast in favour of the proposal by public shareholders are more than votes against it by public shareholders, as required by Para 9 of the SEBI Circular no CIR/CFD/DIL3/CIR/2017/21 dated 10<sup>th</sup> March 2017, requisite approval of the creditors of the company and subject to the requisite approvals and consents of the Stock Exchanges, Securities and Exchange Board of India ('SEBI') and/ or any other regulatory body, as the case may be, and the sanction of the National Company Law Tribunal or such other competent authority, as may be applicable, consent of the Board be and is hereby accorded for the proposal for segregation of the front-end retail pharmacy business carried out in the standalone pharmacy business segment into a separate company, "Apollo Pharmacies Limited" ('APL') under a Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders ('the Scheme') as per the draft tabled before the meeting and initialed by the Chairman of the meeting for the purposes of identification, for a total sale consideration of Rs. 527.8 crores "

**"RESOLVED FURTHER THAT** 'the National Stock Exchange Limited' be and is hereby appointed as the Designated Stock Exchange (DSE) for the purpose of the Scheme."

**"RESOLVED FURTHER THAT** the valuation report dated 13<sup>th</sup> November 2018 of BSR & Co, LLP, as placed before the Board, be and is hereby accepted and approved."

**"RESOLVED FURTHER THAT** the fairness opinion dated 14<sup>th</sup> November 2018 of ICICI Securities Limited, as placed before the Board, be and is hereby accepted and approved."

**"RESOLVED FURTHER THAT** the report from the Audit Committee dated 14<sup>th</sup> November 2018 recommending the draft Scheme, taking into consideration, inter alia, the Valuation Report and Fairness Opinion as placed before the Board be and is hereby accepted and approved."

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**Regd. Office :**  
19, Bishop Gardens,  
Raja Annamalaipuram,  
Chennai - 600 028.

**General Office :**  
"Ali Towers", III Floor,  
#55, Greaves Road,  
Chennai - 600 006.

Tel : 044 - 28290956 / 3896 / 6681  
Telefax : 044 - 2829 0956  
Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



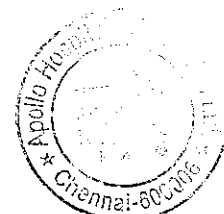
**"RESOLVED FURTHER THAT** the Board approves the proposal for the Company to enter into the following Definitive Agreements , as per the drafts initialed for the purpose for Identification by the Chairman of the meeting and tabled before the meeting, "

1. Long Term Supply Agreement
2. Brand Licence Agreement
3. Share Subscription Agreement
4. Shareholders Agreement

**"RESOLVED FURTHER THAT** the Board be and hereby severally authorises Ms. Suneeta Reddy, Managing Director, Ms Shobana Kamineni, Executive Vice Chairperson, Mr Obul Reddy, Vice President – Finance & Legal, Mr. S.M.Krishnan, Vice President – Finance and Company Secretary and Mr. Krishnan Akhileswaran, Chief Financial Officer to make necessary amendments and modifications in the above mentioned Agreements for ensuring finalization of the Agreements and do all such other acts as may be necessary in connection with the execution of the aforesaid Agreements ."

**"RESOLVED FURTHER THAT** Ms. Suneeta Reddy, Managing Director and Mr.S.M.Krishnan Company Secretary and Compliance Officer of the company be and are hereby jointly and/ or severally authorized to take all the necessary steps for-

- a) Doing all such acts as may be required to be complied with under the National Company Law Tribunal Rules, 2016 and the Companies (Compromise, Arrangements and Amalgamations) Rules, 2016, including but not limited to finalise and sending of Notice and Explanatory statement under Section 230 of the Companies Act, 2013 or applicable provisions under the Companies Act, 2013, advertisement, appointment of Scrutinizer's, etc.;
- b) Make such alterations and changes to the aforesaid Scheme as may be expedient or necessary, particularly for satisfying the requirements or conditions imposed by the Central Government and/ or Stock Exchanges and/ or SEBI and/ or the National Company Law Tribunal and/ or any other competent authority and/ or any such authority as may be required for approving the Scheme;



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- c) Evolve, decide upon or bring into effect the Scheme and make and give effect to any modifications, changes, variations, alterations or revision in the Scheme from time to time or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority or as the Board of Directors may suo moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any questions, doubt or difficulty that may arise with regard to or in relation to the Scheme as it may in its absolute discretion consider necessary, expedient, fit and proper;
- d) Filing the Scheme and/or any other information / details with the concerned Stock Exchanges or any other body or regulatory authority or agency to obtain approval or sanction to any of the provisions of the Scheme or for giving effect thereto;
- e) To engage Counsels, Solicitors, Advocates, Consultants, Chartered Accountants and other professionals and to remunerate them and to sign and execute vakalatnama wherever necessary;
- f) Signing and filing of applications with the Jurisdictional National Company Law Tribunal or such other appropriate authority and holding meeting of the shareholders / creditors of the Company as may be directed by the National Company Law Tribunal to give effect to the Scheme;
- g) Signing and filing of petitions for confirmation of the Scheme by the Jurisdictional National Company Law Tribunal or such other appropriate authority;
- h) Declare and file all pleadings, reports, and sign and issue public advertisements and notices;
- i) Obtain approval/ file notice with such other authorities and parties including the shareholders, creditors, lenders, Registrar of Companies, Regional Director, Income Tax Authorities, Official Liquidator, other Government Authorities and/or any other as may be considered necessary, to the said Scheme;
- j) To settle any question or difficulty that may arise with regard to the implementation of the above Scheme, and to give effect to the above resolution;
- k) To sign all applications, petitions, documents, relating to the Scheme or delegate such authority to another person by a valid power of attorney;
- l) To do all acts and things as may be considered necessary and expedient in relation thereto;

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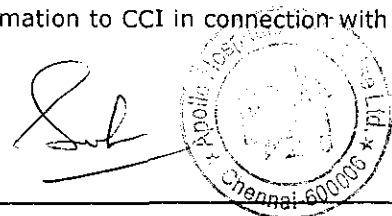


m) To represent the Company before the Jurisdictional National Company Law Tribunal and other regulatory authorities including Central or State Government, Regional Director, Ministry of Corporate Affairs, Registrar of Companies, Official Liquidator and before all Courts of law or tribunals for the purpose of the proposed Scheme, signing and filing of all documents, deeds, applications, notices, petitions and letters, to finalise and execute all necessary applications/ documents/ papers for and behalf of the Company and to do all such acts, deeds, matters and things necessary and convenient for all or any of the purposes aforesaid."

**"RESOLVED THAT** pursuant to applicable provisions of the Competition Act, 2002 and Regulations made thereunder, the Company do hereby file a notice in the prescribed Form with the Competition Commission of India (CCI) notifying about the proposed Combination arising out of the Scheme of Arrangement (for segregation of front-end retail pharmacy business carried out in the standalone pharmacy segment into a separate company i.e. APL).

**"RESOLVED FURTHER THAT** Ms. Suneeta Reddy, Managing Director, Mr. Krishnan Akhileshwaran, Chief Financial Officer, Mr. S.M. Krishnan, Vice President – Finance and Company Secretary and Mr. S. Obul Reddy, Vice President – Finance and Legal Authorized Signatories of the Company be and are hereby severally authorized to do the following:

1. sign, endorse and execute any documents, including the application to any statutory and/or legal authorities, for and on behalf of the Company relating to filing of notice of the proposed Combination with CCI, as and when required, appear/ submit / represent for and on behalf of the Company before CCI in connection with the aforesaid matter;
2. file application for pre consultation proceedings;
3. file and submit all the necessary papers and documents as may be necessary in connection with proposed Combination under the Competition Act, 2002;
4. make such alteration, modifications or amendments in the application/ notice as may be required or necessary for complying with the requirement or condition imposed by CCI and/or any other appropriate authorities;
5. to provide documents, papers or clarifications or information to CCI in connection with the said application;



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# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



6. to appoint consultants, lawyers, and/or such other person/s as it may think fit to represent the Company before CCI in connection with the aforesaid matter;
7. do all such acts, deeds and things as may be necessary in connection with obtaining approval of the CCI with regard to the proposed Scheme.

**"RESOLVED FURTHER THAT** following representatives of Deloitte Haskins and Sells LLP be and are hereby severally and/or jointly authorized to submit the application and documents with CCI, represent the Company before CCI and to provide necessary clarifications, explanations and to do all acts, deeds and things as may be required in relation to seeking clarification, approval, other communication from CCI in connection with the aforesaid application:

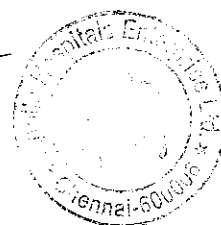
1. Mr. Shripal Lakdawala, Partner
2. Mr. Atul Mittal, Director
3. Ms. Ruchi Maini, Manager
4. Mr. Karan Budhiraja, Deputy Manager
5. Ms. Rashmi Lohani, Deputy Manager
6. Mr. Manish Gupta, Deputy Manager
7. Ms. Shefali Ganatra, Deputy Manager
8. Ms. Madhvi Jajoo, Senior Manager
9. Mr. Ashish Aggarwal, Assistant Manager
10. Mr. Nishant Girdhar, Assistant Manager

**"RESOLVED FURTHER THAT** a copy of the above resolution be furnished to the concerned authorities duly certified by Mr. S.M. Krishnan Company Secretary and Compliance Officer of the Company."

/Certified true copy/

For APOLLO HOSPITALS ENTERPRISE LIMITED

S.M. KRISHNAN  
VICE PRESIDENT - FINANCE  
& COMPANY SECRETARY



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# Apollo Pharmacies Limited

**EXTRACT OF THE MINUTES OF THE BOARD MEETING OF THE COMPANY HELD ON 14<sup>TH</sup> DAY OF NOVEMBER 2018 AT 03.45 PM AT THE REGISTERED OFFICE OF THE COMPANY**

**ACQUISITION OF FRONT END RETAIL PHARMACY BUSINESS OF APOLLO HOSPITALS ENTERPRISE LIMITED**

"RESOLVED THAT pursuant to the provisions of Sections 230 to 232 and other applicable provisions, if any, of the Companies Act, 2013 including any statutory modifications, re-enactment or amendments thereof and subject to the requisite approval of the shareholders, requisite approval of the creditors of the company and subject to the requisite approvals and consents of the Stock Exchanges, and/ or any other regulatory body, as the case may be, and the sanction of the National Company Law Tribunal or such other competent authority, as may be applicable, consent of the Board be and is hereby accorded for the proposal of acquisition of the front-end retail pharmacy business of Apollo Hospitals Enterprise Limited ('AHEL') under a Scheme of Arrangement between Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders ('the Scheme') as per the draft tabled before the meeting and initialed by the Chairman of the meeting for the purposes of identification, for a total sale consideration of Rs. 527.80 crores".

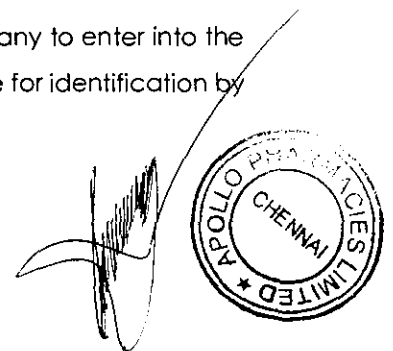
"RESOLVED FURTHER THAT 'the National Stock Exchange Limited' be and is hereby appointed as the Designated Stock Exchange (DSE) for the purpose of the Scheme."

"RESOLVED FURTHER THAT the valuation report dated 13<sup>th</sup> November 2018 of BSR & Co, LLP, as placed before the Board, be and is hereby accepted and approved."

"RESOLVED FURTHER THAT the fairness opinion dated 14<sup>th</sup> November 2018 of ICICI Securities Limited, as placed before the Board, be and is hereby accepted and approved."

"RESOLVED FURTHER THAT the Board approves the proposal for the Company to enter into the following Definitive Agreements, as per the drafts initialed for the purpose for identification by the Chairman of the meeting and tabled before the meeting, "

1. Long Term Supply Agreement
2. Brand License Agreement



# Apollo Pharmacies Limited

RESOLVED FURTHER THAT the Board be and hereby severally authorizes Mrs. Shobana Kamineni, Mr. S Obul Reddy and Mr. P Jayakumar Directors of the Company to make necessary amendments and modifications in the above mentioned Agreements for ensuring finalization of the Agreements and do all such other acts as may be necessary in connection with the execution of the aforesaid Agreements."

**"RESOLVED FURTHER THAT** Mrs. Shobana Kamineni, Mr. S Obul Reddy and Mr. P Jayakumar Directors of the Company be and are hereby jointly and/ or severally authorized to take all the necessary steps for-

- a) Doing all such acts as may be required to be complied with under the National Company Law Tribunal Rules, 2016 and the Companies (Compromise, Arrangements and Amalgamations Rules, 2016, including but not limited to finalise and sending of Notice and Explanatory statement under Section 230 of the Companies Act, 2013 or applicable provisions under the Companies Act, 2013, advertisement, appointment of Scrutinizer's, etc.;
- b) Make such alterations and changes to the aforesaid Scheme as may be expedient or necessary, particularly for satisfying the requirements or conditions imposed by the Central Government and/ or Stock Exchanges and/ or the National Company Law Tribunal and/ or any other competent authority and/ or any such authority as may be required for approving the Scheme;
- c) Evolve, decide upon or bring into effect the Scheme and make and give effect to any modifications, changes, variations, alterations or revision in the Scheme from time to time or to suspend, withdraw or revive the Scheme from time to time as may be specified by any statutory authority or as the Board of Directors may suo moto decide in its absolute discretion and to do all such acts, deeds, matters and things whatsoever, including settling any questions, doubt or difficulty that may arise with regard to or in relation to the Scheme as it may in its absolute discretion consider necessary, expedient, fit and proper;
- d) Filing the Scheme and/or any other information / details with the concerned Stock Exchanges or any other body or regulatory authority or agency to obtain approval or sanction to any of the provisions of the Scheme or for giving effect thereto;



# Apollo Pharmacies Limited

- e) To engage Counsels, Solicitors, Advocates, Consultants, Chartered Accountants and other professionals and to remunerate them and to sign and execute vakalatnama wherever necessary;
- f) Signing and filing of applications with the Jurisdictional National Company Law Tribunal or such other appropriate authority and holding meeting of the shareholders / creditors of the Company as may be directed by the National Company Law Tribunal to give effect to the Scheme;
- g) Signing and filing of petitions for confirmation of the Scheme by the Jurisdictional National Company Law Tribunal or such other appropriate authority;
- h) Declare and file all pleadings, reports, and sign and issue public advertisements and notices;
- i) Obtain approval/file notice with such other authorities and parties including the shareholders, creditors, lenders, Registrar of Companies, Regional Director, Income Tax Authorities, Official Liquidator, other Government Authorities and/or any other as may be considered necessary, to the said Scheme;
- j) To settle any question or difficulty that may arise with regard to the implementation of the above Scheme, and to give effect to the above resolution;
- k) To sign all applications, petitions, documents, relating to the Scheme or delegate such authority to another person by a valid power of attorney;
- l) To do all acts and things as may be considered necessary and expedient in relation thereto;
- m) To represent the Company before the Jurisdictional National Company Law Tribunal and other regulatory authorities including Central or State Government, Regional Director, Ministry of Corporate Affairs, Registrar of Companies, Official Liquidator and before all Courts of law or tribunals for the purpose of the proposed Scheme, signing and filing of all documents, deeds, applications, notices, petitions and letters, to finalise and execute all necessary applications/ documents/ papers for and behalf of the Company and to do all such acts, deeds, matters and things necessary and convenient for all or any of the purposes aforesaid."

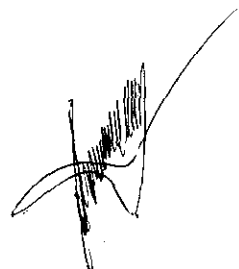


# Apollo Pharmacies Limited

"RESOLVED THAT pursuant to applicable provisions of the Competition Act, 2002 and Regulations made thereunder, the Company do hereby file a notice in the prescribed Form with the Competition Commission of India (CCI) notifying about the proposed Combination arising out of the Scheme of Arrangement (for acquisition of front-end retail pharmacy business carried out in the standalone pharmacy segment of AHEL).

RESOLVED FURTHER THAT Mrs. Shobana Kamineni, Mr. S Obul Reddy and Mr. P Jayakumar Directors of the Company be and are hereby severally authorized to do the following:

1. sign, endorse and execute any documents, including the application to any statutory and/or legal authorities, for and on behalf of the Company relating to filing of notice of the proposed Combination with CCI, as and when required, appear/ submit / represent for and on behalf of the Company before CCI in connection with the aforesaid matter;
2. file application for pre consultation proceedings;
3. file and submit all the necessary papers and documents as may be necessary in connection with proposed Combination under the Competition Act, 2002;
4. make such alteration, modifications or amendments in the application/ notice as may be required or necessary for complying with the requirement or condition imposed by CCI and/or any other appropriate authorities;
5. to provide documents, papers or clarifications or information to CCI in connection with the said application;
6. to appoint consultants, lawyers, and/or such other person/s as it may think fit to represent the Company before CCI in connection with the aforesaid matter;
7. do all such acts, deeds and things as may be necessary in connection with obtaining approval of the CCI with regard to the proposed Scheme.



A handwritten signature in black ink, appearing to be a stylized 'S' or 'J' followed by a long horizontal stroke.

# Apollo Pharmacies Limited

RESOLVED FURTHER THAT following representatives of Deloitte Haskins and Sells LLP be and are hereby severally and/or jointly authorized to submit the application and documents with CCI, represent the Company before CCI and to provide necessary clarifications, explanations and to do all acts, deeds and things as may be required in relation to seeking clarification, approval, other communication from CCI in connection with the aforesaid application:

1. Mr. Shripal Lakdawala, Partner
2. Mr. Atul Mittal, Director
3. Ms. Ruchi Maini, Manager
4. Mr. Karan Budhiraja, Deputy Manager
5. Ms. Rashmi Lohani, Deputy Manager
6. Mr. Manish Gupta, Deputy Manager
7. Ms. Shefali Ganatra, Deputy Manager
8. Ms. Madhvi Jajoo, Senior Manager
9. Mr. Ashish Aggarwal, Assistant Manager
10. Mr. Nishant Girdhar, Assistant Manager

"RESOLVED FURTHER THAT a copy of the above resolution be furnished to the concerned authorities duly certified by Mr. S Obul Reddy, Director of the Company."

**// Certified True Copy //**

**For APOLLO PHARMACIES LIMITED**



**S.OBUL REDDY  
DIRECTOR**

**APOLLO HOSPITALS ENTERPRISE LIMITED**

**Brief particulars of Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited**  
CIN : L85110 TN1975 PLC008035

Sr. No	Particulars	Transferor Company	Transferee Company																								
1	Name of the company	Apollo Hospitals Enterprise Limited (AHEL)	Apollo Pharmacies Limited (APL)																								
2	Exchange(s) Listed on	The National Stock Exchange of India (NSE) and the Bombay Stock Exchange (BSE)	NA																								
3	Designated Stock Exchange	NSE																									
4	Scheme Provides for	This scheme provides for the transfer of the front end standalone pharmacy business (Divestment Business) of AHEL to APL on a going concern basis by way of a Slump Sale in accordance with section 2(42C) of the IT Act.																									
5	Consideration	Rs. 527.80 crores																									
6	Will any of the unlisted companies seek listing pursuant to Rule 19(2)(b) of SEBI (SCRR), 1957	No																									
7	Report of Audit Committee	Audit Committee report dated 14 November 2018 has recommended the draft scheme for favourable consideration.	NA																								
8	Valuation Report from Independent Chartered Accountant	The consideration to be discharged pursuant to the scheme of arrangement has been derived based on Valuation report dated 13 November 2018 issued by BSR & Associates LLP.																									
9	Fairness opinion by Merchant Banker	ICICI Securities Limited, Merchant Banker, in its fairness opinion dated 14 November 2018 has opined that the valuation of the Divestment Business as recommended by the valuer is fair.																									
10	Pre and post scheme Shareholding Pattern of the listed Company	<div>Pre Scheme Shareholding Pattern:</div> <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>4,78,52,663</td><td>34.40%</td></tr><tr><td>Public</td><td>9,12,72,496</td><td>65.60%</td></tr><tr><td>Total</td><td>13,91,25,159</td><td>100%</td></tr></table> <div>Post-amalgamation shareholding pattern:</div> <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>4,78,52,663</td><td>34.40%</td></tr><tr><td>Public</td><td>9,12,72,496</td><td>65.60%</td></tr><tr><td>Total</td><td>13,91,25,159</td><td>100%</td></tr></table>		Category	No. of shares	%	Promoter	4,78,52,663	34.40%	Public	9,12,72,496	65.60%	Total	13,91,25,159	100%	Category	No. of shares	%	Promoter	4,78,52,663	34.40%	Public	9,12,72,496	65.60%	Total	13,91,25,159	100%
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Public	9,12,72,496	65.60%																									
Total	13,91,25,159	100%																									
11	Pre and post scheme Shareholding pattern of Unlisted Company	<div>Pre Scheme Shareholding Pattern:</div> <table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>49,993</td><td>99.99</td></tr><tr><td>Public</td><td>7</td><td>0.01</td></tr><tr><td>Total</td><td>50,000</td><td>100%</td></tr></table>		Category	No. of shares	%	Promoter	49,993	99.99	Public	7	0.01	Total	50,000	100%												
Category	No. of shares	%																									
Promoter	49,993	99.99																									
Public	7	0.01																									
Total	50,000	100%																									

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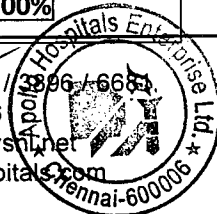
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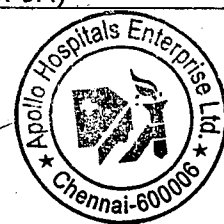
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		Post-amalgamation shareholding pattern:													
		<table><tr><th>Category</th><th>No. of shares</th><th>%</th></tr><tr><td>Promoter</td><td>14,34,99,993</td><td>99.99</td></tr><tr><td>Public</td><td>7</td><td>0.000001</td></tr><tr><td>Total</td><td>14,35,00,000</td><td>100%</td></tr></table>	Category	No. of shares	%	Promoter	14,34,99,993	99.99	Public	7	0.000001	Total	14,35,00,000	100%	
Category	No. of shares	%													
Promoter	14,34,99,993	99.99													
Public	7	0.000001													
Total	14,35,00,000	100%													
13	Minimum public shareholding in all the companies pre and post amalgamation is in compliance with Regulation 38 of SEBI (LODR) Regulations, 2015 ('Listing Regulations')	Yes	NA												
14.	Approval of shareholders through postal ballot and e-voting	The scheme is conditional upon approval by the public shareholders of the Transferor Company through postal ballot and e-voting. The Scheme shall be acted upon only if the votes cast by the public shareholders in favour of the proposal are more than the number of votes cast by the public shareholders against it as required under the SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 issued by SEBI	NA												
15	Compliance with Regulation 11 of the Listing Regulations	AHEL has vide letter dated 22 <sup>nd</sup> March 2019 confirmed that the proposed scheme of amalgamation to be presented to any court or Tribunal does not in any way violate or override or circumscribe the provisions of SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Companies Act, 1956/2013, the rules, Regulations and guidelines under the Acts, the provisions as explained in Regulation 11 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 or the requirements of SEBI Circulars and stock exchanges.													
16	Statutory Auditor's certificate confirming the compliance of the accounting treatment as specified in Para (I)(5)(a) of the SEBI Circular	Deloitte Haskins & Sells LLP, Statutory Auditors of AHEL, have provided the certificate dated 20 <sup>th</sup> March 2019, confirming the accounting treatment as per SEBI circular	Karra & Co, Statutory Auditors of APL, have provided the certificate dated 27 <sup>th</sup> November 2018, confirming the accounting treatment as per SEBI circular												
17	Compliance Report as per net SEBI Circular	Compliance Report as per the SEBI Circular has been submitted along with the application filed with NSE	NA												
18	Net Worth (Rs. In crores)	<b>AHEL</b>	<b>APL</b>												
	Pre	Rs. 1796.82 crores	Rs. 0.04 crores as on 31 <sup>st</sup> March 2018												
	Post	Rs. 1878.28 crores	Rs. 143.46 crores (refer Appendix 9A)												

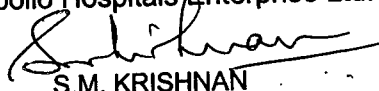
*Signature*





19	Capital before the scheme (No. of equity shares as well as capital in rupees)	No of equity shares: 13,91,25,159  Amount: Rs. 695,625,795	No of equity shares: 50,000  Amount: Rs.500,000
	No. of shares to be issued	NA	NA
	Cancellation of shares on account of cross holding, if any	NA	NA
	Capital after the scheme (No. of equity shares as well as capital in rupees)	No of equity shares: 13,91,25,159  Amount: Rs. 695,625,795	No of equity shares: 14,35,00,000  Amount: Rs. 1435,000,000/- (after the scheme is approved by NCLT)

For Apollo Hospitals Enterprise Ltd.



S.M. KRISHNAN

Vice President - Finance & Company Secretary

**APOLLO HOSPITALS ENTERPRISE LIMITED**

CIN : L85110TN1979PLC008035



Dated: 22/03/2019

The  
Listing Compliance Department,  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai – 400 051

Dear Sir,

**Sub: Scheme of Arrangement between Apollo Hospitals Enterprise Limited ("AHEL") and Apollo Pharmacies Limited ("APL") and their respective shareholders ("hereinafter referred to as "the Scheme")**

We hereby confirm that –

- Apollo Hospitals Enterprise Limited ("Company"), its Promoters or Directors have never been declared as willful defaulter as per RBI Circular Ref. No. RBI/2015-1/100/DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks.
- The Company, its Promoters or Directors have not been directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.
- The Company, its Promoters or Directors do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by an recognized stock exchange.

Thank you,

Yours Faithfully,

For Apollo Hospitals Enterprise Limited

S.M. KRISHNAN  
VICE PRESIDENT – FINANCE  
AND COMPANY SECRETARY

IS/ISO 9001:2000

**Regd. Office :**  
19, Bishop Gardens,  
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Email : apolloshares@vsnl.net  
Website: www.apollohospitals.com

# Apollo Pharmacies Limited

**Dated:** 22/03/2019

The  
Listing Compliance Department,  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra-Kurla Complex,  
Bandra (East),  
Mumbai - 400 051

Dear Sir,

**Sub: Scheme of Arrangement between Apollo Hospitals Enterprise Limited ("AHEL") and Apollo Pharmacies Limited ("APL") and their respective shareholders ("hereinafter referred to as "the Scheme")**

We hereby confirm that -

- Apollo Pharmacies Limited ("Company"), its Promoters or Directors have never been declared as willful defaulter as per RBI Circular Ref. No. RBI/2015-1/100/DBR.No.CID.BC.22/20.16.003/2015-16 dated July 1, 2015 by the Banks.
- The Company, its Promoters or Directors have not been directly or indirectly, debarred from accessing the capital market or have been restrained by any regulatory authority from, directly or indirectly, acquiring the said securities.
- The Company, its Promoters or Directors do not have direct or indirect relation with the companies, its promoters and whole-time directors, which are compulsorily delisted by an recognized stock exchange.

Thank you,  
Yours Faithfully,

For Apollo Pharmacies Limited



**S.OBUL REDDY**  
DIRECTOR

**APOLLO HOSPITALS ENTERPRISE LIMITED**

CIN : L85110TN1979PLC008035



To,  
 Manager - Listing Compliance  
 National Stock Exchange of India Limited  
 'Exchange Plaza'. C-1, Block G,  
 Bandra Kurla Complex, Bandra  
 (E), Mumbai - 400 051

Dear Sir,

**Sub: Application under Regulation 37 of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 for the proposed Scheme of Arrangement of Apollo Hospitals Enterprise Limited and Apollo Pharmacies Limited and their respective shareholders (hereinafter referred to as 'the Scheme')**

In connection with the above application, we hereby confirm that:

1. The proposed scheme of arrangement to be presented to any Court or Tribunal does not in any way violate or override or circumscribe the provisions of the SEBI Act, 1992, the Securities Contracts (Regulation) Act, 1956, the Depositories Act, 1996, the Companies Act, 1956 / Companies Act, 2013, the rules, Regulations and guidelines made under these Acts, the provisions as explained in Regulation 11 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 and the requirements of SEBI circulars and Stock Exchanges.
2. The draft scheme of arrangement together with all documents mentioned in SEBI circular has been disseminated on company's website as per the link given hereunder:  
[https://www.apollohospitals.com/apollo\\_pdf/draft\\_scheme\\_of\\_arrangement.pdf](https://www.apollohospitals.com/apollo_pdf/draft_scheme_of_arrangement.pdf)
3. The company shall disclose the observation letter of the stock exchange on its website within 24 hours of receiving the same.
4. The company shall obtain shareholders' approval by way of special resolution passed through postal ballot/ e-voting as mentioned in clause 22.1.i, of the draft scheme.

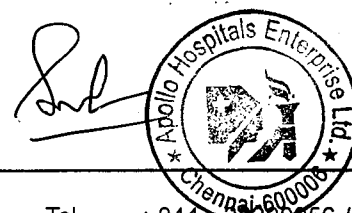
Further, the company shall proceed with the draft scheme only if the vote cast by the public shareholders in favor of the proposal is more than the number of votes cast by public shareholders against it.

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# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



5. In case of Unlisted company/ies being involved in the Scheme of Arrangement:
- The Company shall include the applicable information pertaining to the unlisted entity/ies involved in the scheme in the format specified for abridged prospectus, certified by a SEBI Registered Merchant Banker, as provided in Part E of Schedule VI of SEBI (ICDR) Regulations, 2018 in the explanatory statement or notice or proposal accompanying resolution to be passed sent to the shareholders while seeking approval of the scheme and the same shall be submitted to Stock Exchanges.
  - The percentage of shareholding of pre-scheme public shareholders of the listed entity and the Qualified Institutional Buyers (QIBs) of the unlisted entity, in the post scheme shareholding pattern of the "merged" company on a fully diluted basis shall not be less than 25%.
6. The documents filed by the Company with the Exchange are same/ similar/ identical in all respect, which have been filled by the Company with Registrar of Companies/SEBI/Reserve Bank of India, wherever applicable.
7. There will be no alteration in the Share Capital of the unlisted transferor company from the one given in the draft scheme of amalgamation/ arrangement.
8. The draft scheme is in compliance with all applicable SEBI circulars as amended from time to time and SEBI (LODR) Regulations, 2015.

For APOLLO HOSPITALS ENTERPRISE LIMITED

S.M. KRISHNAN  
VICE PRESIDENT - FINANCE  
AND COMPANY SECRETARY



Date: 22<sup>nd</sup> March 2019

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**RATIONALE AND BENEFITS OF THE SCHEME**

The Board of Transferor Company believe that the business of front end retail pharmacy carried out at standalone pharmacy has matured to a stage that it requires greater business attention and possesses high growth potential, independent of the hospitals business. Further, the Board of Transferor Company believe that the risks and reward associated with each of the aforesaid business verticals is different. Hence, the Transferor Company have proposed to enter into this Scheme to enable its management to develop focussed business verticals. The Board of Transferor Company and Transferee Company are of the opinion that the arrangement under this Scheme would result in benefit to members, creditors and employees of each of Transferor Company and Transferee Company.

The transfer of the Divestment Business pursuant to this Scheme would inter alia result in the following benefits:

I) In case of the Transferor Company:

- Divesting standalone pharmacy business and utilizing the proceeds towards growth and enhancement of other existing businesses;
- Enhancing strategic flexibility to build a viable platform solely focusing on each of the businesses; and
- Enable dedicated management focus, resources and skill set allocation to each business, which will in turn accelerate growth and unlock value for the shareholders.

II) In case of the Transferee Company:

- Creation of value for shareholders by acquiring ready-to use assets, including business undertakings and reducing time to markets;
- Strengthening and streamlining the Direct-to-Consumer (D2C) front end operations of the standalone retail pharmacies;
- Enhancing the private label business; and
- Enabling foray into Digital / Online Pharmacy.

For Apollo Hospitals Enterprise Ltd.



S.M. KRISHNAN

Vice President - Finance & Company Secretary

# APOLLO HOSPITALS ENTERPRISE LIMITED

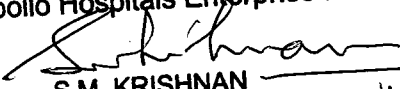
CIN : L85110TN1979PLC008035



## DOCUMENTS – ANNEXURE I

1. Details of Directors and Promoters of all the companies involved in the scheme. – refer Annexure 1 and 1A
2. Undertaking that the transferee entity will not issue/reissue shares not covered under the draft scheme. – not applicable
3. Undertaking that as on date of application there are no outstanding warrants/instruments/agreements which give right to any person to take the equity shares in the transferee entity at any future date. – not applicable
4. Pre and post Scheme shareholding pattern in below Format for all companies - involved in the scheme (kindly add columns if more than two). – refer Annexure 2

For Apollo Hospitals Enterprise Ltd.

  
S.M. KRISHNAN  
Vice President - Finance & Company Secretary

**APOLLO HOSPITALS ENTERPRISE LIMITED**


CIN : L85110TN1979PLC008035



**List of Board of Directors of Apollo Hospitals Enterprise Limited  
(Transferor Company)**

No	Name	Designation	DIN	PAN
1.	Dr. Prathap C Reddy	Executive Chairman	00003654	AAGPP9786N
2.	Ms. Preetha Reddy	Executive Vice Chairperson	00001871	AAEPR5656F
3.	Ms. Suneeta Reddy	Managing Director	00001873	AAEPR4602H
4.	Ms. Shobana Kamineni	Executive Vice Chairperson	00003836	AAIPK 7589G
5.	Ms. Sangita Reddy	Joint Managing Director	00006285	AASPS 6786K
6.	Mr.N. Vaghul	Director	00002014	AADPV 0297K
7.	Mr.G.Venkatraman	Director	00010063	ACXPG 9182G
8.	Mr. Vinayak Chatterjee	Director	00008933	AABPC2139H
9.	Dr.T.Rajgopal	Director	02253615	AABPT2347Q
10.	Dr. Murali Doraiswamy	Director	08235560	AEWPP1353F
11.	Mr. MBN Rao	Director	00287260	AADPN0586D
12.	Ms. V. Kavitha Dutt	Director	00139274	AAAPD6737H

For Apollo Hospitals Enterprise Ltd.

  
S.M. KRISHNAN

Vice President - Finance & Company Secretary

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**APOLLO HOSPITALS ENTERPRISE LIMITED**

CIN : L85110TN1979PLC008035

**Brief details of the Promoter and Board of Directors of Transferee Company****List of Promoters of Apollo Hospitals Enterprise Limited (Transferor Company)**

Sl.No.	Name	PAN
1	Dr. Prathap C Reddy	AAGPP9786N
2	Ms. Sucharitha Reddy	AASPS4292G
3	Ms. Preetha Reddy	AAEPR5656F
4	Ms. Suneeta Reddy	AAEPR4602H
5	Ms. Shobana Kamineni	AAIPK7589G
6	Ms. Sangita Reddy	AASPS6786K
7	Mr. P. Vijayakumar Reddy	ACKPV5876B
8	Mr. P. Dwarkanath Reddy	AFDPD9806R
9	Mr. Anil Kamineni	ADOPK8701D
10	Mr. K. Vishweshwar Reddy	AFAPK2686M
11	Mr. Karthik Anand Reddy	AAIPK7446A
12	Mr. Harshad Reddy	AAEPR7068K
13	Ms. Sindoori Reddy	AZXPS0987L
14	Mr. Adithya Reddy	AAEPA4731C
15	Ms. Upasana Kamineni	ARLPK5199G
16	Ms. Anushpala Kamineni	BDNPK5996G
17	Mr. Puansh Kamineni	BXWPK5553N
18	Mr. Anindith Reddy	BBOPK4349C
19	Mr. Viswajith Reddy	CEQPK7898C
20	Mr. Viraj Madhav Reddy	CEQPK7897P
21	PCR Investments Limited	AAACP6407D
22	Obul Reddy Investments Ltd	AAACO4050H
23	Indian Hospitals Corporation Ltd	AABCI6463P

For Apollo Hospitals Enterprise Ltd.

  
**S.M. KRISHNAN**

Vice President - Finance &amp; Company Secretary

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# Apollo Pharmacies Limited

## Brief details of the Promoter and Board of Directors of Transferee Company

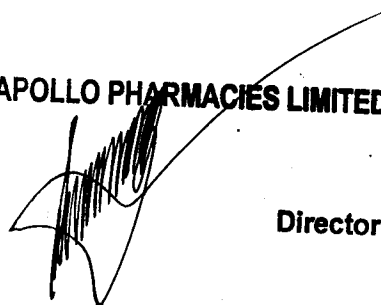
### List of Promoters of Apollo Pharmacies Limited (Transferee Company)

Sr.No	Name	PAN
1	M/s. Apollo Medicals Private Limited	AARCA3046L

### List of Board of Directors of Apollo Pharmacies Limited (Transferee Company)

Sr.No	Name	DIN	PAN
1	Mrs. Shobana Kamineni	00003836	AAIPK7589G
2	Ms. Anuspala Kamineni	07486388	BDNPK5996G
3	Mr. S Obul Reddy	00027829	AABPO5418P
4	Mr. P Jayakumar	07506688	AGTPP8096J

**For APOLLO PHARMACIES LIMITED**



**Director**

## APOLLO HOSPITALS ENTERPRISE LIMITED

Pre and post Amalgamation / Arrangement shareholding pattern in of all companies involved in the scheme

			Apollo Hospitals Enterprise Limited (Transferor Company)			
Sr	Description	Name of Shareholder	Pre-arrangement		Post-arrangement	
			No. of shares	%		
(A)	Shareholding of Promoter and Promoter Group					
1	Indian					
	Individuals/ Hindu Undivided Family	Names of Promoter				
		Dr. Prathap C Reddy	54,45,464	3.91	54,45,464	3.91
		Ms. Sucharitha P Reddy	5,69,800	0.41	5,69,800	0.41
		Ms. Preetha Reddy	21,93,915	1.58	21,93,915	1.58
		Ms. Suneeta Reddy	33,81,695	2.43	33,81,695	2.43
		Ms. Shobana Kamineni	22,39,952	1.61	22,39,952	1.61
		Ms. Sangita Reddy	24,32,508	1.75	24,32,508	1.75
		Mr. Karthik Anand	3,30,600	0.24	3,30,600	0.24
		Mr. Harshad Reddy	3,20,200	0.23	3,20,200	0.23
		Ms. Sindoori Reddy	5,18,600	0.37	5,18,600	0.37
		Mr. Aditya Reddy	2,10,200	0.15	2,10,200	0.15
		Ms. Upasana Kamineni	2,17,276	0.16	2,17,276	0.16
		Mr. Puansh Kamineni	2,12,200	0.15	2,12,200	0.15

For Apollo Hospitals Enterprise Ltd.

  
S.M. KRISHNAN

Vice President - Finance & Company Secretary

		Ms. Anuspala Kamineni	2,59,174	0.19	2,59,174	0.19
		Mr. Konda Anindith Reddy	2,30,200	0.17	2,30,200	0.17
		Mr. Konda Vishwajit Reddy	2,22,300	0.16	2,22,300	0.16
		Mr. Konda Viraj Madhav Reddy	1,68,224	0.12	1,68,224	0.12
		Mr. Vijay Kumar Reddy	8,957	0.01	8,957	0.01
		Mr. Dwaraknath Reddy	18,000	0.01	18,000	0.01
		Mr. Anil Kamineni	20	0.00	20	0.00
		Mr. K Vishweshwar Reddy	15,77,350	1.13	15,77,350	1.13
(b)	Central Government/ State Government(s)	Name s				
(c)	Bodies Corporate	Names				
		M/s. PCR Investments Ltd	272,23,124	19.57	272,23,124	19.57
		M/s. Obul Reddy Investments Pvt Ltd	11,200	0.01	11,200	0.01
		M/s. Indian Hospitals Corporation Ltd	61,704	0.04	61,704	0.04
(d)	Financial Institutions/ Banks					
(e)	Any Others					
	<b>Sub Total(A)(1)</b>		<b>478,52,663</b>	<b>34.40</b>	<b>478,52,663</b>	<b>34.40</b>
<b>2</b>	<b>Foreign</b>					
(a)	Individuals (Non- Residents Individuals/ Foreign Individuals)					
(b)	Bodies Corporate					
(c)	Institutions					
(d)	Any Others					
	<b>Sub Total(A)(2)</b>					

For Apollo Hospitals Enterprise Ltd.

  
S.M. KRISHNAN

Vice President - Finance & Company Secretary

	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		478,52,663	34.40	478,52,663	34.40
(B)	Public shareholding					
1	Institutions					
(a)	Mutual Funds/ UTI		80,80,872	5.81	80,80,872	5.81
(b)	Financial Institutions / Banks		10,114	0.01	10,114	0.01
(c)	Central Government/ State Government(s)		3,23,708	0.23	3,23,708	0.23
(d)	Venture Capital Funds					
(e)	Insurance Companies		71,19,816	5.12	71,19,816	5.12
(f)	Foreign Institutional Investors		655,88,753	47.14	655,88,753	47.14
(g)	Foreign Venture Capital Investors					
(h)	Any Other					
	Sub-Total (B)(1)		811,23,263	58.31	811,23,263	58.31
2	Non-institutions					
(a)	Bodies Corporate					
(b)	Individuals					

For Apollo Hospitals Enterprise Ltd.



S.M. KRISHNAN

Vice President - Finance & Company Secretary

I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh		60,41,245	4.34	60,41,245	4.34
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.		10,63,915	0.76	10,63,915	0.76
(c)	Any Other		26,87,230	1.93	26,87,230	1.93
	Sub-Total (B)(2)		97,92,390	7.04	97,92,390	7.04
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)		909,15,653	65.35	909,15,653	65.35
	TOTAL (A)+(B)		1387,68,316	99.74	1387,68,316	99.74
(C)	Shares held by Custodians and against which DRs have been issued		3,56,843	0.26	3,56,843	0.26
	GRAND TOTAL (A)+(B)+(C)		1391,25,159	100.00	1391,25,159	100.00

For Apollo Hospitals Enterprise Ltd.



S.M. KRISHNAN

Vice President - Finance & Company Secretary

Pre and post Amalgamation / Arrangement shareholding pattern in of all companies involved in the scheme						
			Apollo Pharmacies Limited (Transferee Company)			
			Pre-arrangement		Post-arrangement	
Sr	Description	Name of Shareholder	No .of shares	%	No. of shares	%
(A)	Shareholding of Promoter and Promoter Group					
1	Indian					
	Individuals/ Hindu Undivided Family					
(b)	Central Government/ State Government(s)					
(c)	Bodies Corporate					
		M/s.Apollo Medicals Private Limited	49,993	99.99	143,499,993	99.99
(d)	Financial Institutions/ Banks					
(e)	Any Others					
	Sub Total(A)(1)		49,993	99.99	143,499,993	99.99
2	Foreign					
(a)	Individuals (Non- Residents Individuals/ Foreign Individuals)					

For Apollo Pharmacies Limited

S CHUL REDDY  
DIRECTOR



Pre and post Amalgamation / Arrangement shareholding pattern in of all companies involved in the scheme						
			Apollo Pharmacies Limited (Transferee Company)			
			Pre-arrangement		Post-arrangement	
Sr	Description	Name of Shareholder	No .of shares	%	No. of shares	%
(b)	Bodies Corporate					
(c)	Institutions					
(d)	Any Others					
	Sub Total(A)(2)					
	Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)		49,993	99.99	143,499,993	99.99
(B)	Public shareholding					
	1 Institutions					
(a)	Mutual Funds/ UTI					
(b)	Financial Institutions / Banks					
(c)	Central Government/ State Government(s)					
(d)	Venture Capital Funds					
(e)	Insurance Companies					
(f)	Foreign Institutional Investors					
(g)	Foreign Venture Capital Investors					
(h)	Any Other					
	Sub-Total (B)(1)		-	0		

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR





Pre and post Amalgamation / Arrangement shareholding pattern in of all companies involved in the scheme						
			Apollo Pharmacies Limited (Transferee Company)			
			Pre-arrangement		Post-arrangement	
Sr	Description	Name of Shareholder	No .of shares	%	No. of shares	%
2	Non-institutions					
(a)	Bodies Corporate					
(b)	Individuals					
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 2 lakh		7	0.01	7	0.01
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 2 lakh.					
(c)	Any Other					
	Sub-Total (B)(2)					
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)		7	0.01	7	0.01
	TOTAL (A)+(B)					
(C)	Shares held by Custodians and against which DRs have been issued					
	GRAND TOTAL (A)+(B)+(C)		50,000	100.00	143,500,000	100.00

For Apollo Pharmacies Limited

S OBUL REDDY  
DIRECTOR

