

SUMMARY OF THE COMBINATION

[UNDER REGULATION 13(1B) OF THE COMPETITION COMMISSION OF INDIA (PROCEDURE IN REGARD TO THE TRANSACTION OF BUSINESS RELATING TO COMBINATIONS) REGULATIONS, 2011]

(A) Parties to the Combination

- i. Fortis Healthcare Limited (FHL)
- ii. Fortis Malar Hospitals Limited (FMHL);
- iii. SRL Limited (SRL)

(B) Type of Combination

- 1) The proposed combination involves the following three interlinked and interdependent steps as summarized below:

(i) Business Transfer-FMHL to slump sale its healthcare business to FHL, as a going concern, in lieu of payment of consideration by FHL to FMHL.

(ii) De-Merger- FHL to de-merge its diagnostics business and its investment/shareholding in SRL into FMHL.

(iii) Amalgamation- SRL to be amalgamated into FMHL and dissolution of SRL without winding up. Consequent to the amalgamation, the name of FMHL will be changed to "SRL Limited" (subject to regulatory approvals)

- 2) The respective Board of Directors of FHL, FMHL, and SRL have given the final approval to the Composite Scheme vide Board Resolutions dated 19 August 2016.

(C) Area of Activity of the Parties to the Combination

- 3) FHL is primarily engaged in providing integrated healthcare delivery services such as medicare, healthcare, diagnostics and its businesses include that of managing and operating a network of multi-specialty hospitals and providing preventive healthcare and diagnostics services. The diagnostics services business of FHL is being undertaken primarily through SRL indirectly; and also directly by FHL.
- 4) FMHL is engaged in (i) the business of running and operating hospitals, comprising of (a) hospital operation and management; (b) in-patient healthcare services; and (c) emergency healthcare services, in connection with and pertaining specifically to the hospital named 'Fortis Malar Hospital', located at Adyar, Chennai ; and (ii) the business of providing diagnostics services through SRL.
- 5) SRL is, inter alia, engaged in establishing, managing, maintaining clinical reference laboratories and other laboratories for providing testing and diagnostic services

(D) The Relevant Markets to which the proposed combination relates

- 6) The proposed combination relates to the following markets:
 - (i)** Market for provision of healthcare services by super-specialty hospitals in India
 - (ii)** Market for provision of healthcare services by diagnostics services in India