

**CORPORATE GOVERNANCE REPORT**

*(Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)*

1. Name of Listed Entity – Fortis Malar Hospitals Limited
2. Quarter ending – December 31, 2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/Non- Executive/ independent/ Nominee)&	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity  (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of Listing Regulations)
Mr.	Daljit Singh	AKLPS6034R & 00135414	Chairperson/Non- Executive	24.12.2014	-	3	2	0
Mr.	Raghunath P	ABHPR6512N & 06929117	Executive	26.07.2014	-	1	2	0
Mr.	Karthik Rajagopal	AAQPR1782E & 06652382	Non-Executive	24.12.2014	-	1	0	0
Ms.	Dr. Nithya Ramamurthy	ACAPN3702A & 00255343	Non-Executive	01.05.2006	-	1	1	0

*J. Senthil. S*



Mr.	Ramesh L. Adige	AAAPA1080E & 00101276	Non-Executive/Independent	19.02.2008	1 <sup>st</sup> tenure w.e.f. 05.09.14	2	1	2
Mr.	Pejavar Murari	AAKPP8236F & 00020437	Non-Executive/Independent	03.03.2009	1 <sup>st</sup> tenure w.e.f. 05.09.14	7	4	2
Mr.	Rama Krishna Shetty	ALEPS4984J & 01521858	Non-Executive/Independent	30.01.2013	1 <sup>st</sup> tenure w.e.f. 05.09.14	3	8	1
Mr.	Lakshman Teckchand Nanwani	AAEPN6392A & 00076536	Non-Executive/Independent	29.03.2013	1 <sup>st</sup> tenure w.e.f. 05.09.14	1	2	0

<sup>\$</sup>PAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/nominee. if a director fits into more than one category write all categories separating them with hyphen

\*to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

#### II Composition of Committee

Name of Committee	Name of Committee members	Category(Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>\$</sup>
<b>1. Audit Committee</b>	Mr. Ramesh L. Adige Mr. Dajit Singh Mr. Lakshman Teckchand Nanwani Mr. P. Murari Mr. Rama Krishna Shetty	Chairman/Independent Non Executive Non Executive/Independent Non Executive/Independent Non Executive/Independent
<b>2.Nomination &amp; Remuneration Committee</b>	Mr. Lakshman Teckchand Nanwani, Mr. Dajit Singh Mr. Rama Krishna Shetty Mr. Ramesh L. Adige	Chairman/Independent Non Executive Non Executive/Independent Non Executive/Independent



*Ramesh L. Adige*

<b>3.Risk Management Committee(if applicable)</b>	N.A.	N.A.
<b>4.Stakeholders Relationship Committee'</b>	Mr. Ramesh L. Adige Mr. Daljit Singh Dr. Nithya Ramamurthy Mr. Raghunath P.	Chairman/Independent Non Executive Non Executive Executive
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen		
<b>III. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
July 30 and September 23, 2015	October 31, 2015	Gap between the Meetings held on July 30 and September 23 was of 54 days
<b>IV. Meeting of Committees</b>		
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>
Audit and Risk Management Committee- October 31, 2015	Yes, All directors attended the meeting	Audit and Risk Management Committee- July 30, 2015
		<b>Maximum gap between any two consecutive meetings in number of days*</b>
		92 days
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional		
<b>V. Related Party Transactions</b>		
<b>Subject</b>	<b>Compliance status (Yes/No/NA)<sup>1</sup>refer note below</b>	
<b>Whether prior approval of audit committee obtained</b>	Yes	
<b>Whether shareholder approval obtained for material RPT</b>	NA	
<b>Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee</b>	Yes	
<b>Note</b>		
1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.		

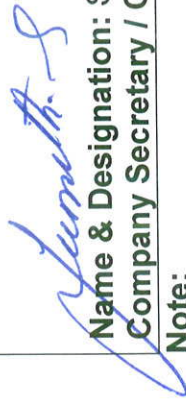


*Sumithra*

2 If status is "No" details of non-compliance may be given here.

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors- **Will be done from next quarter**. Any comments/observations/advice of Board of Directors may be mentioned here: **NIL**



**Name & Designation:** Sumit Goel

**Company Secretary / Compliance Officer / Managing Director / CEO**



**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.