

October 12, 2016

FMHL/SEC/SE/CG/OCT'16

Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip Code: 523696

Dear Sir,

Sub: Compliance Report on Corporate Governance under Regulation 27

Please find enclosed the Compliance Report on Corporate Governance for the Quarter ended September 30, 2016, in the prescribed format, pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the same on your record.

Thanking you,

Yours faithfully,

For Fortis Malar Hospitals Limited


Sumit Goel
Company Secretary
FCS 6661



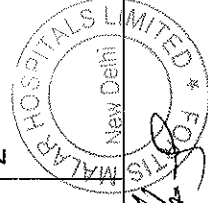
CORPORATE GOVERNANCE REPORT-Annexure I

(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- September 30, 2016

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee) ⁶	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	3	0
¹ Mr.	Raghunath P	ABHPR6512N & 06929117	Executive	26.07.2014	-	1	2	0
Ms.	Dr. Nithya Ramamurthy	ACAPN3702A & 00255343	Non-Executive	01.05.2006	-	1	1	0
Mr.	Ramesh L. Adige	AAAPA1080E & 00101276	Non-Executive/ Independent	19.02.2008	1 st tenure w.e.f. 05.09.14	2	3	2

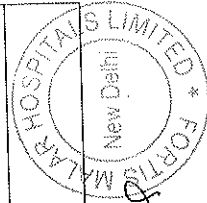
¹ Mr. Raghunath P. has resigned from the position of Director and consequently Whole-time Director w.e.f. September 30, 2016.



Mr.	Pejavar Murari	AAKPP8236F & 00020437	Non-Executive/Independent	03.03.2009	1 st tenure w.e.f. 05.09.14	8	1	0
Mr.	Rama Krishna Shetty	ALEPS4984J & 01521858	Non-Executive/Independent	30.01.2013	1 st tenure w.e.f. 05.09.14	3	10	1
Mr.	Lakshman Teckchand Nanwani	AAEPN6392A & 00076536	Non-Executive/Independent	29.03.2013	1 st tenure w.e.f. 05.09.14	1	2	0
² Mr.	Meghraj Arvindrao Gore	AHTPG0261B & 07505123	Non-Executive	24.05.2016	-	1	0	0
Mr.	Rakesh Laddha	AAGPL5854R & 06987522	Non-Executive	27.09.2016	-	1	0	0

\$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.

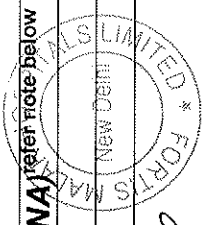
II. Composition of Committees		Name of the Committee member		Category (Chairperson/Executive/Non-Executive/Independent/ Nominee) &
Name of the Committee				
1. Audit Committee	Mr. Ramesh L. Adige	Chairperson/Independent		
	Mr. Daljit Singh	Non Executive		
	Mr. Lakshman Teckchand Nanwani	Non Executive/Independent		
	Mr. P. Murari	Non Executive/Independent		
	Mr. Rama Krishna Shetty	Non Executive/Independent		
2. Nomination & Remuneration Committee	Mr. Lakshman Teckchand Nanwani	Chairperson/Independent		
	Mr. Daljit Singh	Non Executive		



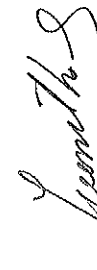

J. Senthil

² Appointed as Whole-time Director (Executive Director) w.e.f. October 1, 2016, subject to the approval of the shareholders.

	Mr. Rama Krishna Shetty Mr. Ramesh L. Adige	Non Executive/Independent Non Executive/Independent N.A.
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee'	Mr. Ramesh L. Adige Mr. Daljit Singh Dr. Nithya Ramamurthy Mr. Raghunath P.	Chairperson/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		
III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
May 24, 2016	July 19, 2016; August 4 and 19, 2016; and September 27, 2016	Gap between the Meetings held on May 24, 2016 and July 19, 2016 was of 55 days
IV. Meeting of Committees		
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Maximum gap between any two consecutive meetings in number of days*
Audit and Risk Management Committee- July 19 and August 19, 2016	On July 19 all the members attended the meeting and for the meeting held on August 19, three out of five members were present	Gap between the Meetings held on May 24, 2016 and July 19, 2016 was of 55 days
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional		
V. Related Party Transactions		
Subject		Compliance status (Yes/No/NA) <small>(Refer Note below)</small>
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		Yes (Ref. Annexure A)



Jeevanth S

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
Note	
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.	
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- Yes.	
Any comments/observations/advice of Board of Directors may be mentioned here: NIL	
 	
Name & Designation: Sumit Goel Company Secretary / Compliance Officer / Managing Director / CEO	


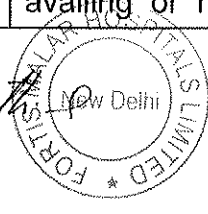
Note:

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.

Annexure A

Details of all material related party transaction(s) approved during the quarter ended September 30, 2016 are as follows:

Sl no.	Nature of transaction as per Companies Act, 2013	Name of the Director/ KMP who is related and nature of their relationship	Name of the Related Party	Relationship	Particulars/ Material Terms and conditions of the transaction
1	Sale, purchase or supply of any goods or materials, selling or otherwise disposing of, or buying, property of any kind including the shares/ debenture or other securities, availing or rendering of services	Mr. Daljit Singh is common Director in the Company and Fortis Hospitals Limited, Fortis La Femme Limited and Birdie & Birdie Realtors Private Limited.	Fortis Hospitals Limited (FHsL), Fortis Healthcare Limited (FHL), Fortis Healthcare Holdings Private Limited (FHHPL), RHC Holding Private Limited (RHC), SRL Limited (SRL), Escort Heart Institute & Research Centre Limited (EHIRCL), Hiranandani Healthcare Private Limited (HHPL), Fortis La Femme Limited (FLFL), Birdie & Birdie Realtors Private Limited (B&B), Fortis Cancer Care Limited (FCCL)	Holding Company(ies) and Subsidiaries of Holding Company(ies) i.e. Fellow Subsidiaries	Sale, purchase or supply of any goods or materials, giving or taking loans, providing corporate guarantees for or by holding Company(ies)/ Subsidiaries of holding Company(ies) i.e. Fellow Subsidiaries, purchase or sale of shares, debentures and other securities/ Properties of Companies owned and/or controlled by the holding Company(ies) and/or subsidiaries of Holding Company(ies) i.e. Fellow Subsidiaries, availing or rendering

					of services upto Rs 250 crores in one or more tranches as may be decided by the Board of Directors from time to time.
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Yours faithfully,
for Fortis Malar Hospitals Limited


Sumit Goel
Company Secretary
FCS 6661



CORPORATE GOVERNANCE REPORT-Annexure III

(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- September 30, 2016

I Affirmations	Regulation Number	Compliance status (Yes/No/NA) ^{refer note below}
Broad heading		
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Note

- 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.
- 2 If status is "No" details of non-compliance may be given here.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.



Sumit Goel

**Name & Designation: Sumit Goel
Company Secretary/ Compliance Officer / Managing Director / CEO**