

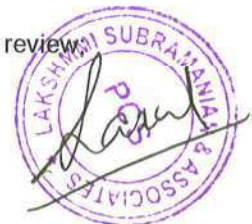
Form No.MGT-8

[Pursuant to Section 92(2) of the Companies Act, 2013 and rule 11(2) of Companies (Management and Administration) Rules, 2014]

CERTIFICATE BY A COMPANY SECRETARY IN PRACTICE

We have examined the registers, records and books and papers of M/s. APOLLO HOSPITALS ENTERPRISE LIMITED (the Company) as required to be maintained under the Companies Act, 2013 (the Act) and the Rules made there under for the financial year ended on 31<sup>st</sup> March, 2019. In our opinion and to the best of my information and according to the examinations carried out by us and information, explanations and declaration furnished to us by the company, its officers and agents, we certify that:

- A. the Annual Return states the facts as at the close of the aforesaid financial year correctly and adequately.
- B. During the aforesaid financial year the Company has generally been regular in complying with provisions of the Act & Rules made there under in respect of:
1. its status under the Act;
  2. maintenance of registers/records and making entries therein;
  3. filing of forms and returns, with the Registrar of Companies have been made within the time prescribed under the Act;
  4. Calling, convening and holding meetings of Board of Directors, its committees and the meetings of the members of the company on due dates as stated in the annual return in respect of which meetings, proper notices were given and the proceedings have been properly recorded in the Minutes Book and registers maintained for the purpose and the same have been signed.
- C. The Company has closed its Register of Members during the financial year under review.



- D. As informed by the management of the Company, the company has not advanced any loans, guarantees and provided securities to its and/or persons or firms or companies in which directors were interested during the financial year;
- E. The contracts/arrangements with related parties as specified in section 188 of the Companies Act, 2013 during the financial year, as declared by the Management and by the Audit Committee, all the transactions were in the ordinary course of business and on Arm's Length basis and within the Board limits hence shareholders approval was not required;
- F. there were no Issue or allotment or buy back of securities/ redemption of preference shares or debentures/ alteration or reduction of share capital/ conversion of shares/ securities transfer or transmission of shares during the financial year under review;
- G. The company, during the aforesaid financial year under review, has not kept in abeyance the rights to dividend and there were no rights shares and bonus shares pending registration of transfer of shares in compliance with the provisions of the Act;
- H. The Company has declared dividend during the financial year and has deposited such dividend in a separate bank account opened for that purpose. The unpaid/ unclaimed dividends, due for transfer, have been credited to the Fund in accordance with section 125 of the Act and corresponding shares were also transferred in accordance with section 124 of the Act;
- I. The Company, during the aforesaid financial year under review, has complied with the provisions of the Act in respect of signing of audited financial statement as per the provisions of section 134 of the Act and report of directors is as per sub - sections (3), (4) and (5) thereof;
- J. The Company, during the aforesaid financial year under review, has complied with the provisions of the Act in respect of Appointment/ resignation/ disclosures of the Directors, Key Managerial Personnel and the remuneration paid to them;
- K. The Company, during the aforesaid financial year under review, has complied with the provisions of section 139 of the Act;
- L. The Company, during the aforesaid financial year under review, was not required to get any approvals from the Central Government, Registrar, Tribunal, Regional Director, Court or such other authorities under the various provisions of the Act except De-merger of Pharmacy Unit which is pending before Tribunal - Chennai;



- M. The Company, during the aforesaid financial year under review, has complied with provisions of the Act in respect of repayment of deposits. However, there were no fresh acceptance/ renewal of deposits during the year, as per management information;
- N. The Company, during the aforesaid financial year under review, has borrowed from banks and complied with the provisions of the Act. Creation, Modification and Satisfaction of charges were in accordance with the provisions of the Act;
- O. The company has made loans and investments or given guarantees or provided any securities to other bodies corporate or persons falling under the provisions of Section 186 of the Act are well within the limits specified under the Act;
- P. The Company, during the aforesaid financial year under review, has not altered the provisions of its Memorandum and Articles of Association.

Place: Chennai

Signature:



Date: 04/12/2019

Name of Company Secretary in practice: Lakshmmi Subramanian  
C.P. No. : 1087

UDIN: F003534A000355226