

# APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035

11<sup>th</sup> April 2016



The Secretary,  
Bombay Stock Exchange Ltd (BSE)  
Phiroze Jheejheebhoy Towers,  
Dalal Street,  
Mumbai - 400 001.  
**Scrip Code - 508869**  
**ISIN INE437A01024**

The Secretary,  
National Stock Exchange,  
Exchange Plaza, 5th Floor  
Plot No.C/1, 'G' Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai - 400 051.  
**Scrip Code- APOLLOHOSP**  
**ISIN INE437A01024**

The Manager  
The National Stock Exchange,  
Wholesale Debt Market  
Exchange Plaza, 5th Floor  
Plot No.C/1, 'G' Block  
Bandra - Kurla Complex  
Bandra (E)  
Mumbai - 400 051.  
**ISIN INE437A07062,**  
**INE437A07070,**  
**INE437A07088 &**  
**INE437A07093**

Dear Sir,

## Sub: Compliance Report on Corporate Governance

Please find attached compliance report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the following specified formats :-

- (i) Annexure I for the quarter ended 31<sup>st</sup> March 2016.
- (ii) Annexure II - for the financial year ended 31<sup>st</sup> March 2016.

You are requested to kindly take note of the same.

Thanking you,

Yours faithfully,  
For APOLLO HOSPITALS ENTERPRISE LIMITED

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

CC : The Secretary,  
Luxembourg Stock Exchange,  
B.P. 165,  
L-2011 Luxembourg.

Ref : **ISIN US0376081065 - Rule 144a GDR**  
**ISIN US0376082055 - Reg. S GDR**

Securities and Exchange Commission  
Division of Corporation Finance  
Office of International Corporate  
Finance  
450 Fifth Street, N.W.  
Washington, D.C  
20549-0302  
File No. 82-34893

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](mailto:apolloshares@vsnl.net)  
Website : [www.apollohospitals.com](http://www.apollohospitals.com)

# ANNEXURE I

## Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Apollo Hospitals Enterprise Limited  
2. Quarter ending - 31-Mar-2016

I. Composition of Board of Directors										
Title (Mr./Ms.)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure (in years)	No of Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Dr.	PRATHAP C REDDY	00003654	AAGPP9786N	C & ED	-	-	-	2	-	-
Mrs.	PREETHA REDDY	00001871	AAEPR5656F	ED	-	-	-	1	1	-
Mrs.	SUNEETA REDDY	00001873	AAEPR4602H	ED	-	-	-	3	2	-
Mrs.	SANGITA REDDY	00006285	AASPS6786K	ED	-	-	-	2	1	-
Mrs.	SHOBANA KAMINENI	00003836	AAIPK7589G	ED	-	-	-	4	-	-
Mr.	RAJKUMAR MENON	00002897	AABPR2203F	ID	25-Aug-2014	31-Mar-2019	4.6	1	1	1
Mr.	RAFEEQUE AHAMED	00013749	AAAPA4533C	ID	25-Aug-2014	31-Mar-2019	4.6	1	-	-
Mr.	DEEPAK VAIDYA	00337276	AADPV1542M	ID	25-Aug-2014	31-Mar-2019	4.6	3	3	1
Mr.	N VAGHUL	00002014	AADPV0297K	ID	25-Aug-2014	31-Mar-2019	4.6	3	-	2
Mr.	HABIBULLAH BADSHA	00003678	AAJPM5489J	ID	25-Aug-2014	31-Mar-2019	4.6	1	-	-
Mr.	G VENKATRAMAN	00010063	ACXPG9182G	ID	25-Aug-2014	31-Mar-2019	4.6	4	1	3
Mr.	SANJAY NAYAR	00002615	ACMPN4670P	ID	25-Aug-2014	31-Mar-2019	4.6	3	-	-
Mr.	VINAYAK CHATTERJEE	00008933	AABPC2139H	ID	25-Aug-2014	31-Mar-2019	4.6	3	1	1

## II. Composition of Committees

### Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	DEEPAK VAIDYA	ID	Chairperson
2	RAJKUMAR MENON	ID	Member
3	G VENKATRAMAN	ID	Member

### Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	RAJKUMAR MENON	ID	Chairperson
2	PREETHA REDDY	ED	Member
3	SUNEETA REDDY	ED	Member





<b>Risk Management Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	SUNEETA REDDY	ED	Chairperson
2	PREETHA REDDY	ED	Member
3	VINAYAK CHATTERJEE	ID	Member
4	DR SATHYA BHAMA		Member
5	DR K HARIPRASAD		Member

<b>Nomination and Remuneration Committee</b>			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	N VAGHUL	ID	Chairperson
2	DEEPAK VAIDYA	ID	Member
3	RAFEEQUE AHAMED	ID	Member
4	G VENKATRAMAN	ID	Member

### 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)
14-Nov-2015	12-Feb-2016	89

### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
<b>Audit Committee</b> 11-Feb-2016	3	14-Nov-2015	88
<b>Stakeholders Relationship Committee</b> 12-Jan-2016	3	10-Oct-2015	93

### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 100 listed entities) - **Yes**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- 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. - **Yes**
- 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:

**The Corporate Governance Report for the quarter ended 31st December 2015 has been placed before the Board of Directors and the report for the quarter ended 31st March 2016 will be placed at the ensuing Board Meeting.**

Name : **S M KRISHNAN**  
Designation : **Company Secretary**

**For APOLLO HOSPITALS ENTERPRISE LTD.**

  
S M KRISHNAN  
Vice President & Company Secretary

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>		<b>Compliance status (Yes/No/NA)</b>
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		Not Applicable
New name and the old name of the listed entity		Not Applicable
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes



Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : **S M Krishnan**  
**Designation** : **Company Secretary**

**For APOLLO HOSPITALS ENTERPRISE LTD.**



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