

APOLLO HOSPITALS ENTERPRISE LIMITED

CIN : L85110TN1979PLC008035



CORPORATE GOVERNANCE REPORT – 31ST MARCH 2020

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	Tenure of Director (In months)	No of Directorship in Listed entities including this listed entity	Number 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	Executive Director, Chairperson related to Promoter	05 Dec 1979	25 Jun 2017	-	2	0	0
Ms	PREETHA REDDY	Executive Director	03 Feb 1989	03 Feb 2016	-	1	2	0
Ms	SUNEETA REDDY	Executive Director, MD	01 May 2000	03 Feb 2016	-	3	3	0
Ms	SHOBANA KAMINENI	Executive Director	01 Feb 2010	01 Feb 2020	-	2	0	0
Ms	SANGITA REDDY	Executive Director	31 Jul 2000	03 Feb 2016	-	1	1	0
Mr	VINAYAK CHATTERJEE	Non-Executive - Independent Director	02 Jul 2014	01 Apr 2019	69	4	1	0
Dr	RAJGOPAL	Non-Executive - Independent Director	30 May 2017	-	34	1	1	0
Mr	MURALI DORAISWAMY	Non-Executive - Independent Director	27 Sep 2018	-	18	1	0	0
Mr	MBN RAO	Non-Executive - Independent Director	09 Feb 2019	-	13	4	5	2
Ms	V KAVITHA DUTT	Non-Executive - Independent Director	09 Feb 2019	-	13	4	2	1

IS/ISO 9001:2000



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Composition of Committee

Audit Committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
MBN RAO	Non-Executive – Independent Director, Chairperson	09-02-2019	-
RAJGOPAL	Non-Executive – Independent Director, Member	14-08-2017	-
V KAVITHA DUTT	Non-Executive – Independent Director, Member	01-04-2019	-

Nomination and remuneration committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
VINAYAK CHATTERJEE	Non-Executive – Independent Director, Chairperson	06-09-2018	-
RAJGOPAL	Non-Executive – Independent Director, Member	01-04-2019	-
MBN RAO	Non-Executive – Independent Director, Member	01-04-2019	-
MURALI DORAISWAMY	Non-Executive – Independent Director, Member	30-05-2019	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
V KAVITHA DUTT	Non-Executive – Independent Director, Member	01-04-2019	-
PREETHA REDDY	Executive Director, Member	03-03-2001	-
SUNEETA REDDY	Executive Director, Member	03-03-2001	-



Risk Management Committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
SUNEETA REDDY	Executive Director, Chairperson	31-03-2015	-
PREETHA REDDY	Executive Director, Member	31-03-2015	-
VINAYAK CHATTERJEE	Non-Executive – Independent Director, Member	31-03-2015	-
DR K HARIPRASAD	Member, Member	31-03-2015	-
DR SATYABHAMA	Member, Member	31-03-2015	-

Corporate Social Responsibility Committee			
Name of Committee members	Category	Date of Appointment	Date of Cessation
PRATHAP C REDDY	Executive Director, Chairperson	12-08-2014	-
PREETHA REDDY	Executive Director, Member	12-08-2014	-
SANGITA REDDY	Executive Director, Member	13-11-2017	-
MBN RAO	Non-Executive – Independent Director, Member	01-04-2019	-
MURALI DORAISWAMY	Non-Executive – Independent Director, Member	01-04-2019	-

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 meeting (in number of days)
14 Nov 2019	-	0
-	13 Feb 2020	90



Meeting of Committees

Name of Committee	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 meetings (in number of days)
Audit Committee	-	Yes	13 Nov 2019	0
Audit Committee	12 Feb 2020	Yes	-	90
Stakeholders Relationship Committee	-	Yes	10 Oct 2019	0
Stakeholders Relationship Committee	13 Jan 2020	Yes	-	94

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Whether prior approval of audit committee obtained	NA	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-



Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of 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 SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

Signatory Details

Name of signatory	SM KRISHNAN
Designation of person	Company Secretary and Compliance Officer

For Apollo Hospitals Enterprise Ltd.

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



Annexure 2
Website Affirmations

Item	Compliance status	Details of non-compliance
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 or 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	NA	-
New name and the old name of the listed entity	NA	-
Criteria of making payments to non-executive directors	Yes	-



Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
1	Independent directors have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes	-
2	Board composition	17(1)	Yes	-
3	Meeting of board of directors	17(2)	Yes	-
4	Review of compliance reports	17(3)	Yes	-
5	Plans for orderly succession for appointments	17(4)	Yes	-
6	Code of conduct	17(5)	Yes	-
7	Fees or compensation	17(6)	Yes	-
8	Minimum information	17(7)	Yes	-
9	Compliance certificate	17(8)	Yes	-
10	Risk assessment and management	17(9)	Yes	-
11	Performance evaluation of independent directors	17(10)	Yes	-
12	Composition of audit committee	18(1)	Yes	-
13	Meeting of audit committee	18(2)	Yes	-
14	Composition of nomination and remuneration committee	19(1) & (2)	Yes	-
15	Composition of stakeholder relationship committee	20(1) & (2)	Yes	-
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	-
17	Vigil mechanism	22	Yes	-
18	Disclosure of shareholding by non-executive directors	-	Yes	-
19	Policy for related party transaction	23(1),(5),(6),(7) & (8)	Yes	-
20	Prior or omnibus approval of audit committee for all related party transactions	23(2), (3)	Yes	-
21	Approval for material related party transactions	23(4)	NA	-
22	Composition of board of directors of unlisted material subsidiary	24(1)	NA	-
23	Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	-
24	Maximum directorship and tenure	25(1) & (2)	Yes	-



25	Meeting of independent directors	25(3) & (4)	Yes	-
26	Familiarization of independent directors	25(7)	Yes	-
27	Memberships in committees	26(1)	Yes	-
28	Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes	-
29	Disclosure of shareholding by non-executive directors	26(4)	Yes	-
30	Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes	-

Affirmation

Sr.	Particulars	Compliance status (Yes/No)
1	The listed entity has approved material subsidiary policy and the corporate governance requirements with respect to subsidiary of listed entity have been complied	Yes

Signatory Details

Name of signatory	SM KRISHNAN
Designation of person	Company Secretary and Compliance Officer

For Apollo Hospitals Enterprise Ltd.

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

