

**CORPORATE GOVERNANCE REPORT**

Name of the Company: **Noida Medicare Centre Limited**  
 Quarter ending on: **31.12.2017**

<b>I. Composition of Board of Directors</b>									
<b>Title (Mr. / Ms)</b>	<b>Name of the Director</b>	<b>PAN</b>	<b>DIN</b>	<b>Category (Chairperson /Executive/Non Executive /Independent /Nominee)</b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure</b>	<b>No of Directors - hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee - e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>Number of chairman ships in Audit/ Stakeholder Committee - e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Dr	<b>Naveen Chaudhri</b>	ACUPC0145J	00152598	Managing Director- Executive Director	07/06/1988	-	1	1	1
Mr	<b>Manjeet Singh Bedi</b>	ABCPB6454A	00050414	Non-Executive Independent Director	06/06/2015	-	1	1	1
Mrs	<b>Amita Chaudhri</b>	ACWPC5660L	01402346	Non-Executive	14/11/2015	-	1	1	-
Mr	<b>Ananjan Chaudhri</b>	AGQPC3240G	07961616	Executive Director	17/10/2017	-	1	-	-
Mrs	<b>Madhu Bedi</b>	AGHPB5417F	07967771	Non-Executive / Independent Director	17/10/2017	-	1	1	-
<b>II. Composition of Committees</b>									
<b>Name of Committee</b>		<b>Name of Committee members</b>				<b>Category(Chairperson/Executive/Non-Executive /independent /Nominee)</b>			
1. Audit Committee		Mr. Manjeet Singh Bedi				Non-Executive / Independent Director-Chairman			
		Mrs. Madhu Bedi				Non-Executive / Independent Director			
		<b>Mrs. Amita Chaudhri</b>				Non-Executive / Non Independent Director			
2. Nomination & Remuneration Committee		Mr. Manjeet Singh Bedi				Non-Executive / Independent Director-Chairman			
		Mrs. Madhu Bedi				Non-Executive / Independent Director			
		<b>Mrs. Amita Chaudhri</b>				Non-Executive / Non Independent Director			

3. Stakeholders Relationship Committee (Share Transfer and Shareholders' Grievance Committee)	Dr. Naveen Chaudhri	Executive Director-Chairman	
	Mr. Manjeet Singh Bedi	Non-Executive / Independent Director	
4. CSR Committee	Dr. Naveen Chaudhri	Executive Director-Chairman	
	Mr. Manjeet Singh Bedi	Non-Executive / Independent Director	
	Mrs. Amita Chaudhri	Non-Executive / Non-Independent Director	
	Mrs. Madhu Bedi	Non-Executive / Independent Director	
5. Capital Expenditure Monitoring Committee	Dr. Naveen Chaudhri	Executive Director-Chairman	
	Mrs. Amita Chaudhri	Non-Executive / Non-Independent Director	
	Mrs. Madhu Bedi	Non-Executive / Independent Director	
6. Risk Management Committee	Dr. Naveen Chaudhri	Executive Director-Chairman	
	Mrs. Amita Chaudhri	Non-Executive / Non-Independent Director	
	Mrs. Madhu Bedi	Non-Executive / Independent Director	
<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>	
14-08-2017	17-10-2017 & 14-11-2017	64 days	
<b>IV. Meeting of Committees</b>			
<b>1) Audit Committee</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>	<b>Maximum gap between any two consecutive (in number of days)</b>
14-11-2017	Yes	14-08-2017	64 days
<b>2) Nomination and Remuneration</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>	<b>Maximum gap between any two consecutive (in number of days)</b>
14-11-2017	Yes	14-08-2017	64 days

3) Stakeholders Relationship Committee (Share Transfer and Shareholders' Grievance 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 (in number of days)
14-11-2017	Yes	14-08-2017	64 days
4) CSR 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 (in number of days)
NIL	NA	NIL	NA
5) Capital Expenditure Monitoring 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 (in number of days)
NIL	NA	NIL	NA
6) Risk Management 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 (in number of days)
NIL	NA	NIL	NA
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		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
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
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. Any comments/observations/advice of Board of Directors may be mentioned here: This is the first quarter where the requirement of filling the prescribed form is required as per SEBI (Listing Obligations and Disclosure. Requirements), the report shall be placed before the Board in the next meeting.



**(Signature)**

**Company Secretary & Compliance Officer**