

CORPORATE GOVERNANCE REPORT

Name of the Company: **Noida Medicare Centre Limited**
 Quarter ending on: **30.09.2018**

I. Composition of Board of Directors									
Title (Mr. / Ms)	Name of the Director	PAN	DIN	Category (Chairperson /Executive/Non Executive /independent /Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directors - hip in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee - e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Number of chairman ships in Audit/ Stakeholder Committee - e(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Dr	Naveen Chaudhri	ACUPC0145J	00152598	Managing Director-Executive Director	07/06/1988	-	1	1	1
Mr	Manjeet Singh Bedi	ABCPB6454A	00050414	Non-Executive Independent Director	06/06/2015	-	1	1	1
Mrs	Amita Chaudhri	ACWPC5660L	01402346	Non-Executive	14/11/2015	-	1	1	-
Mr	Ananjan Chaudhri	AGQPC3240G	07961616	Executive Director	17/10/2017	-	1	-	-
Mrs	Madhu Bedi	AGHPB5417F	07967771	Non-Executive / Independent Director	17/10/2017	-	1	1	-
Mr.	Shailesh Sehgal	BMDPS6097P	08146172	Non-Executive / Independent Director	30/05/2018	-			
II. Composition of Committees									
Name of Committee		Name of Committee members			Category(Chairperson/Executive/Non-Executive /independent /Nominee)				
1. Audit Committee		Mr. Manjeet Singh Bedi			Non-Executive / Independent Director-Chairman				
		Mrs. Madhu Bedi			Non-Executive / Independent Director				
		Mrs. Amita Chaudhri			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				
		Mrs. Amita Chaudhri			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	
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)	
30-05-2018	14-08-2018	76 Days	
IV. Meeting of Committees			
1) Audit 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)
14-08-2018	Yes	30-05-2018	76 days
2) Nomination and Remuneration			
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)
14-08-2018	Yes	30-05-2018	76 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)
14-08-2018	Yes	30-05-2018	76 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.

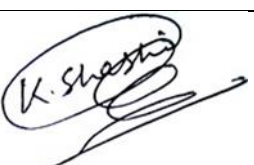
A handwritten signature in black ink, appearing to read 'K. Shastri', enclosed within a hand-drawn oval. Below the oval, there are several horizontal, sweeping strokes that extend to the right, suggesting a flourish or the end of a signature.

(Signature)

Company Secretary & Compliance Officer

ANNEXURE III

Format to be submitted by Listed Entity at the end of 6 months after end of Financial Year along with second quarter report of next Financial Year

I. Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA)
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
<p>Note:-</p> <ol style="list-style-type: none">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.		
 Shashi Sinha Company Secretary & Compliance Officer		