

Corporate Governance Report of Max Healthcare Institute Limited as on September 30, 2023

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)	Date of cessation	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
Mr	Abhay Soi	Executive Director, Chairperson related to Promoter, MD	21 Jun 2019	19 Jun 2023	-	-	1	1	0
Ms	Amrita Gangotra	Non-Executive - Independent Director	23 Aug 2023	23 Aug 2023	-	1.09	2	3	0
Mr	Anil Kumar Bhatnagar	Non-Executive – Non Independent Director	31 Aug 2022	31 Aug 2022	-	-	1	0	0
Mr	Kumamuri Narsimha Murthy	Non-Executive - Independent Director	26 Sep 2014	26 Sep 2019	-	108.05	4	9	5
Mr	Michael Thomas Neeb	Non-Executive - Independent Director	21 Jun 2019	21 Jun 2019	-	51.10	1	1	0
Mr	Narayan Keelveedhi Seshadri	Non-Executive - Non Independent Director	16 May 2023	16 May 2023	-	-	6	7	3
Mr	Mahendra Gumanmalji Lodha	Non-Executive - Independent Director	21 Jun 2019	21 Jun 2019	-	51.10	1	4	3
Mr	Pranav Chirayu Amin	Non-Executive - Independent Director	10 Aug 2022	10 Aug 2022	-	13.22	3	2	1

Composition of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mahendra Gumanmalji Lodha	Non-Executive - Independent Director, Chairperson	21-06-2019	-
Abhay Soi*	Executive Director, Member	19-06-2020	08-08-2023
Kummamuri Narasimha Murthy	Non-Executive - Independent Director, Member	18-03-2010	-
Michael Thomas Neeb	Non-Executive - Independent Director, Member	11-02-2021	-

*Mr. Abhay Soi ceased to be member of Audit and Risk Management Committee with effect from close of business hours of August 7, 2023.

Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Kummamuri Narasimha Murthy	Non-Executive - Independent Director, Chairperson,	10-11-2014	-
Pranav Chirayu Amin	Non-Executive - Independent Director, Member,	30-09-2022	-
Anil Kumar Bhatnagar	Non-Executive - Non Independent Director, Member	30-09-2022	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Pranav Chirayu Amin	Non-Executive - Independent Director, Chairperson	30-09-2022	-
Abhay Soi	Executive Director, Member	19-06-2020	-
Mahendra Gumanmalji Lodha	Non-Executive - Independent Director, Member	30-09-2022	-

Risk Management Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mahendra Gumanmalji Lodha	Non-Executive - Independent Director, Chairperson	28-05-2021	-
Abhay Soi*	Executive Director, Member	28-05-2021	08-08-2023
Kummamuri Narasimha Murthy	Non-Executive - Independent Director, Member	28-05-2021	-
Michael Thomas Neeb	Non-Executive - Independent Director, Member	28-05-2021	-

*Mr. Abhay Soi ceased to be member of Audit and Risk Management Committee with effect from close of business hours of August 7, 2023.

Corporate Social Responsibility Committee

Name of Committee members	Category	Date Of Appointment	Date of Cessation
Abhay Soi	Executive Director, Chairperson,	21-06-2019	-
Anil Kumar Bhatnagar	Non-Executive - Non Independent Director, Member	30-09-2022	-
Kummamuri Narasimha Murthy	Non-Executive - Independent Director, Member	30-09-2022	-

Note: The Board of Directors of the Company at its meeting held on May 28, 2021 designated the "Audit and Risk Management Committee" as the Committee for Risk Management for carrying out the functions of the Risk Management Committee in due compliance of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 w.e.f. May 28, 2021.

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)
16-05-2023	-	-
07-08-2023	-	82

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	16 May 2023	
Audit Committee	07 Aug 2023	Yes	-	82
Audit Committee	14 Sep 2023	Yes	-	37
Risk Management Committee	-	Yes	16 May 2023	-
Risk Management Committee	07 Aug 2023	Yes	-	82
Risk Management Committee	14 Sep 2023	Yes	-	37
Nomination and remuneration committee	-	Yes	16 May 2023	-
Nomination and remuneration committee	07 Aug 2023	Yes	-	82
Nomination and remuneration committee	23 Aug 2023	Yes	-	15
Stakeholders Relationship Committee	07 Aug 2023	Yes	-	-
Corporate Social Responsibility Committee	-	Yes	16 May 2023	-
Corporate Social Responsibility Committee	07 Aug 2023	Yes	-	82

Note:

1. Since the Audit and Risk Management Committee (A&RMC) has been designated as the Committee for Risk Management, A&RMC meets twice in a year within maximum time gap of 180 days in two meetings to discharge the role and functions of Risk Management Committee in terms of Regulation 21 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. For sake of clarity, no meeting was held during the previous quarter for Stakeholders Relationship Committee (SRC). Further, meeting of SRC held in current quarter is duly disclosed.
3. No. of members attending the meeting (other than Board of Directors) - Here, We are only considering the members of respective Committees.

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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	-

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
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:	Corporate Governance Report of this quarter will be placed at the meeting of the Board of Directors which will be held on or before November 14, 2023 in terms of applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Signatory Details

Name of signatory	Dhiraj Aroraa
Designation of person	Company Secretary and Compliance Officer

Additional Half Yearly Disclosure

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.

Applicability of disclosure	Applicable
Reason for Non Applicability	Applicable

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-
Promoter Group or any other entity controlled by them	-	-
Directors (including relatives) or any other entity controlled by them	-	-
KMPs or any other entity controlled by them	-	-

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

(D) Additional Information

Affirmations	Compliance Status
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	
Name	Yogesh Kumar Sareen
Designation	CFO
Place	Gurugram
Date	20 Oct 2023

Signatory Details:

Name of signatory	Dhiraj Aroraa
Designation of person	Company Secretary and Compliance Officer