

<b>General information about company</b>	
Scrip code	523323
Name of the entity	KOVAI MEDICAL CENTER AND HOSPITAL LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
1	Mr	NALLA G PALANISWAMI	ADOPP9582B	00013536	Executive Director	Chairperson		01-10-2014			1	1	0	
2	Mrs	THAVAMANI DEVI PALANISWAMI	ABCPT7584R	00012135	Executive Director	Not Applicable		29-07-2015			1	0	0	
3	Mr	MOHAN S GOUNDER	ALMPG5511B	02479218	Executive Director	Not Applicable		19-07-2013			1	0	0	
4	Mr	ARUN N PALANISWAMI	AKNPA0935H	02706099	Executive Director	Not Applicable		25-09-2015			1	0	0	

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5	Mr	KASI K GOUNDAN	AKWPG2703N	01145935	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	1	0	0	
6	Mr	M.MANICKAM	ACWPM5801F	00102233	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	4	1	1	
7	Mr	A.M.PALANISAMY	AHRPP0987B	00112303	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	2	0	2	
8	Mr	M.C.THIRUMOORTHY	AMSPT0451E	00129814	Non-Executive - Non Independent Director	Not Applicable		03-09-2014			1	0	0	

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
9	Mr	A.K.VENKATASAMY	AAFPV1228A	00036191	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	1	2	0	
10	Mr	K.SAMINATHAN	ALCPS2468K	01571748	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	1	2	0	
11	Mr	M.A.MUTHUSETHUPATHI	AAKPM1101C	02766069	Non-Executive - Independent Director	Not Applicable		03-09-2014		60	1	0	0	
12	Mrs	PURANI P PALANISWAMI	ATAPP6705G	02707233	Non-Executive - Non Independent Director	Not Applicable		03-09-2014			1	0	0	

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes
13	Mr	S KRISHNASAMY	AJPPK7204A	01103212	Non-Executive - Independent Director	Not Applicable		05-08-2016	03-02-2017	0	1	0	0	Textual Information(2)

**Text Block**

Textual Information(1)

The original Director Dr.Purani P Palaniswami attended the Board Meeting held on 3.2.2017. Hence the Alternate Directorship of Dr.S.Krishnasamy comes to an end on that day.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	No

**Annexure 1**

**Annexure 1**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	11-11-2016		
2		03-02-2017	83



**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
1	Audit Committee	01-02-2017	Yes	Members attended - 3	08-11-2016	84	
2	Corporate Social Responsibility Committee	20-01-2017	Yes	Members attended - 4	20-10-2016	91	
3	Stakeholders Relationship Committee	18-01-2017	Yes	Members attended - 4	15-12-2016		
4	Stakeholders Relationship Committee	31-01-2017	Yes	Members attended - 4	15-12-2016		
5	Stakeholders Relationship Committee	15-02-2017	Yes	Members attended - 4	15-12-2016		
6	Stakeholders Relationship Committee	28-02-2017	Yes	Members attended - 4	15-12-2016		

**Annexure 1****IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)	Name of other committee
7	Stakeholders Relationship Committee	15-03-2017	Yes	Members attended - 4	15-12-2016		
8	Stakeholders Relationship Committee	31-03-2017	Yes	Members attended - 4	15-12-2016		
9	Nomination and remuneration committee	01-02-2017	Yes	Members attended - 3			

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1****VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Annexure II****Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)****I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.kmchhospitals.com
2	Terms and conditions of appointment of independent directors	Yes		www.kmchhospitals.com
3	Composition of various committees of board of directors	Yes		www.kmchhospitals.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kmchhospitals.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kmchhospitals.com
6	Criteria of making payments to non-executive directors	Yes		www.kmchhospitals.com
7	Policy on dealing with related party transactions	Yes		www.kmchhospitals.com
8	Policy for determining 'material' subsidiaries	Yes		www.kmchhospitals.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.kmchhospitals.com

## Annexure II

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

### **I. Disclosure on website in terms of Listing Regulations**

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kmchhospitals.com
11	email address for grievance redressal and other relevant details	Yes		www.kmchhospitals.com
12	Financial results	Yes		www.kmchhospitals.com
13	Shareholding pattern	Yes		www.kmchhospitals.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) 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/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

**Annexure II****II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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 & 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)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	



**Annexure II**

**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

**Annexure II**

**III. Affirmations**

<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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
	Any other information to be provided	

<b>Signatory Details</b>	
Name of signatory	S.P.CHITTIBABU
Designation of person	Compliance Officer
Place	COIMBATORE
Date	11-04-2017