

## FORM NO. MGT 9

## EXTRACT OF ANNUAL RETURN

As on Financial Year ended on 31<sup>st</sup> March 2019

Pursuant to Section 92 (3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management &amp; Administration) Rules, 2014.

## I. REGISTRATION &amp; OTHER DETAILS

1.	CIN	L85110KA2000PLC027497
2.	Registration Date	19th July 2000
3.	Name of the Company	Narayana Hrudayalaya Limited
4.	Category/Sub-category of the Company	Public Limited Company/ Limited by shares
5.	Address of the Registered office & contact details	No.258/A, Bommasandra Industrial Area, Anekal Taluk,Bangalore-560099 +918071222129
6.	Whether listed company	Yes
7.	Name, Address & contact details of the Registrar & Transfer Agent, if any.	Karvy Fintech Private Limited, Karvy Selenium Tower B, Plot 31 – 32, Gachibowli Financial District, Nanakramguda, Hyderabad , Telangana-500032 +914067161500

## II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY

(All the business activities contributing 10 % or more of the total turnover of the company shall be stated)

Sl. No.	Name and Description of main Products / Services	NIC Code of the Product / Service	% to Total Turnover of the Company
1.	Running hospitals, Diagnostic Centres, Clinical Centers or Test Laboratories.	8,610	100

## III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
1.	Narayana Hospitals Private Limited, No. 258/A, Bommasandra Industrial Area, Hosur Road , Bangalore -560099	U85110KA2004PTC033913	SUBSIDIARY	100	2(87)
2.	Narayana Institute For Advanced Research Private Limited, No. 258/A, Bommasandra Industrial Area, Anekal Taluk, Bangalore -560099	U85121KA2006PTC040989	SUBSIDIARY	100	2(87)
3.	Narayana Health Institutions Private Limited, No. 258/A, Bommasandra Industrial Area, Anekal Taluk , Bangalore -560099	U85110KA2008PTC046981	SUBSIDIARY	100	2(87)
4.	Narayana Hrudayalaya Surgical Hospital Private Limited, No. 258/A, Bommasandra Industrial Area, Anekal Taluk , Bangalore -560099	U85100KA2010PTC055453	SUBSIDIARY	100	2(87)

### III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES

Sl. No.	Name and address of the Company	CIN/GLN	Holding/ Subsidiary/ Associate	% of Shares held	Applicable Section
5.	Narayana Vaishno Devi Specialty Hospitals Private Limited, No. 258/A, Bommasandra Industrial Area, Anekal Taluk , Bangalore -560099	U85110KA2014PTC076218	SUBSIDIARY	100	2(87)
6.	Meridian Medical Research & Hospitals Limited, West Bank Hospitals, Andul Road, Howrah-711109	U85110WB1995PLC071440	SUBSIDIARY	99.12	2(87)
7.	Narayana Cayman Holding Limited, 89, Nexus Way, Camana Bay, Grand Cayman K1-9007, Cayman Islands	OG-240427	SUBSIDIARY	100	2(87)
8.	*Narayana Holdings Private Limited, Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius	137695-C1/GBL	STEP DOWN SUBSIDIARY	100	2(87)
9.	**Health City Cayman Islands Limited, 89, Nexus Way, Camana Bay, Grand Cayman K1-9007, Cayman Islands	OG-240426	STEP DOWN SUBSIDIARY	100	2(87)
10.	**NH Health Bangladesh Private Limited, High Tower (9th Floor), 9 Mohakhali C/A, Dhaka- 1212	C-146130/2018	STEP DOWN SUBSIDIARY	100	2(87)
11.	***ISO Healthcare, Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius	136656-C2/GBL	ASSOCIATE	20	2(6)
12.	****Cura Technologies INC, 1013 Centre Road Suite, 403B Street, Wilmington, New Castel, 19805	5618975	ASSOCIATE	43.33	2(6)

\* Narayana Hrudayalaya Limited holds 100% in these companies via its wholly owned subsidiary Narayana Cayman Holdings Limited.

\*\*Narayana Hrudayalaya Limited Holds 100% in this Company via its step down subsidiary Narayana Holdings Private Limited.(Mauritius)

\*\*\*Narayana Hrudayalaya Limited holds 20% in this company via its step down subsidiary Narayana Holdings Private Limited.(Mauritius)

\*\*\*\*Narayana Hrudayalaya Limited holds 43.33% in this company via its wholly owned subsidiary Narayana Cayman Holdings Limited.



## IV. SHARE HOLDING PATTERN

(Equity share capital breakup as percentage of total equity)

## (i) Category-wise Share Holding

Category Code	Category of Shareholder	No. of Shares held at the beginning of the year [As on 1 <sup>st</sup> April 2018]				No. of Shares held at the end of the year [As on 31 <sup>st</sup> March 2019]				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)
<b>(A)</b>	<b>Promoter and Promoter Group</b>									
<b>(1)</b>	<b>Indian</b>									
(a)	Individual/ HUF	12,67,83,666	-	12,67,83,666	62.04	12,67,83,666	-	12,67,83,666	62.04	-
(b)	Central Government / State Government(s)	-	-	-	-	-	-	-	-	-
(c)	Bodies Corporate	37,02,064	-	37,02,064	1.81	37,02,064	-	37,02,064	1.81	-
(d)	Financial Institutions/ Banks	-	-	-	-	-	-	-	-	-
(e)	Others	-	-	-	-	-	-	-	-	-
	<b>Sub Total (A) (1)</b>	<b>13,04,85,730</b>	<b>-</b>	<b>13,04,85,730</b>	<b>63.85</b>	<b>13,04,85,730</b>	<b>-</b>	<b>13,04,85,730</b>	<b>63.85</b>	<b>-</b>
<b>(2)</b>	<b>Foreign</b>									
(a)	Individuals (NRIs/Foreign Individuals)	-	-	-	-	-	-	-	-	-
(b)	Bodies Corporate	-	-	-	-	-	-	-	-	-
(c)	Institutions	-	-	-	-	-	-	-	-	-
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(e)	Others	-	-	-	-	-	-	-	-	-
	<b>Sub Total (A) (2)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
	<b>Total A=A(1) + A(2)</b>	<b>13,04,85,730</b>	<b>-</b>	<b>13,04,85,730</b>	<b>63.85</b>	<b>13,04,85,730</b>	<b>-</b>	<b>13,04,85,730</b>	<b>63.85</b>	<b>-</b>
<b>(B)</b>	<b>Public Shareholding</b>									
<b>(1)</b>	<b>Institutions</b>									
(a)	Mutual Funds/UTI	87,95,349	-	87,95,349	4.30	81,92,123	-	81,92,123	4.00	(0.29)
(b)	Financial Institutions/Banks	2,39,856	-	2,39,856	0.12	32,855	-	32,855	0.02	(0.10)
(c)	Central Government/State Government(s)	-	-	-	-	-	-	-	-	-
(d)	Venture Capital Funds	-	-	-	-	-	-	-	-	-

Category Code	Category of Shareholder	No. of Shares held at the beginning of the year [As on 1 <sup>st</sup> April 2018]				No. of Shares held at the end of the year [As on 31 <sup>st</sup> March 2019]				% Change during the year
		Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(e)	Insurance Companies	-	-	-	-	-	-	-	-	-
(f)	Foreign Institutional Investors	1,95,29,234	-	1,95,29,234	9.56	2,14,75,328	-	2,14,75,328	10.51	0.95
(g)	Foreign Venture Capital Funds	1,06,21,978	-	1,06,21,978	5.20	1,06,21,978	-	1,06,21,978	5.20	-
(h)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
(i)	Others	1,17,65,046	-	1,17,65,046	5.76	1,17,65,046	-	1,17,65,046	5.76	-
	<b>Sub-Total (B)(1):-</b>	<b>5,09,51,463</b>	<b>-</b>	<b>5,09,51,463</b>	<b>24.93</b>	<b>5,20,87,330</b>	<b>-</b>	<b>5,20,87,330</b>	<b>25.48</b>	<b>0.56</b>
<b>(2)</b>	<b>Non-Institutions</b>									
(a)	Bodies Corporate	77,90,583	-	77,90,583	3.81	68,70,563	-	68,70,563	3.36	(0.45)
(b)	Individuals									
	i) Individual shareholders holding nominal share capital upto Rs. 1 lakhs	49,52,961	1	49,52,962	2.42	45,29,564	1	45,29,565	2.22	(0.21)
	ii) Individual shareholders holding nominal share capital in excess of Rs 1 lakhs	76,42,347	-	76,42,347	3.74	81,93,997	-	81,93,997	4.01	0.27
(c)	Others									
	Clearing Members	53,421	-	53,421	0.03	38,304	-	38,304	0.02	(0.01)
	NBFC	5,969	-	5,969	0	5,489	-	5,489	0	(0)
	Non Resident Indians	2,93,303	-	2,93,303	0.14	3,18,714	-	3,18,714	0.16	0.01
	NRI Non-Repatriation	2,31,493	-	2,31,493	0.11	2,74,438	-	2,74,438	0.13	0.02
	Trusts	19,53,533	-	19,53,533	0.96	15,56,674	-	15,56,674	0.76	(0.19)
(d)	Qualified Foreign Investor	-	-	-	-	-	-	-	-	-
	<b>Sub-total (B)(2)</b>	<b>2,29,23,610</b>	<b>1</b>	<b>2,29,23,611</b>	<b>11.22</b>	<b>2,17,87,743</b>	<b>1</b>	<b>2,17,87,744</b>	<b>10.66</b>	<b>(0.56)</b>
	<b>Total (B)=B(1)+B(2)</b>	<b>7,38,75,073</b>	<b>1</b>	<b>7,38,75,074</b>	<b>36.15</b>	<b>7,38,75,073</b>	<b>1</b>	<b>7,38,75,074</b>	<b>36.15</b>	<b>-</b>
	<b>Total (A+B)</b>	<b>20,43,60,803</b>	<b>1</b>	<b>20,43,60,804</b>	<b>100</b>	<b>20,43,60,803</b>	<b>1</b>	<b>20,43,60,804</b>	<b>100</b>	<b>-</b>
(C)	Shares held by custodians, against which Depository Receipts have been issued	-	-	-	-	-	-	-	-	-
(1)	Promoter and Promoter Group	-	-	-	-	-	-	-	-	-
(2)	Public	-	-	-	-	-	-	-	-	-
	<b>Sub Total (C )</b>									
	<b>Grand Total (A+B+C)</b>	<b>20,43,60,803</b>	<b>1</b>	<b>20,43,60,804</b>	<b>100</b>	<b>20,43,60,803</b>	<b>1</b>	<b>20,43,60,804</b>	<b>100</b>	<b>0</b>



## (ii) Shareholding of Promoter

Sl. No.	Promoter's Name	Shareholding at the beginning of the year			Shareholding at the end of the year			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged/ encumbered to Total Shares	No. of Shares	% of Total Shares of the Company	% of Shares Pledged / encumbered to Total Shares	
1.	Dr. Devi Prasad Shetty	6,47,00,571	31.66	-	6,47,00,571	31.66	-	-
2.	Mrs. Shakuntala Shetty	6,20,83,095	30.38	-	6,20,83,095	30.38	-	-
3.	Narayana Health Academy Private Limited	37,02,064	1.81	-	37,02,064	1.81	-	-

## (iii) Change in Promoters' Shareholding (please specify, if there is no change)- No Change

Sl. No.	Particulars	Date	Increase/ Decrease in Shareholding	Shareholding		Cumulative Shareholding during the year	
				No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
1.	At the beginning of the year		-	13,04,85,730	63.85	13,04,85,730	63.85
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>13,04,85,730</b>	<b>63.85</b>	<b>13,04,85,730</b>	<b>63.85</b>

(iv) Shareholding Pattern of top ten Shareholders as on 31<sup>st</sup> March 2019

(Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	For each of the Top 10 Shareholders	Date	Increase/ Decrease in Shareholding	Shareholding		Cumulative Shareholding during the year	
				No. of Shares	% of total Shares	No. of Shares	% of total Shares
1.	<b>Name-CDC Group PLC</b>						
	At the beginning of the year		-	1,17,65,046	5.76	1,17,65,046	5.76
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>		-	1,17,65,046	5.76	1,17,65,046	5.76
2.	<b>Name-Ashoka Investment Holdings Limited</b>						
	At the beginning of the year		-	81,70,807	4.00	81,70,807	4.00
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>		-	81,70,807	4.00	81,70,807	4.00
3.	<b>Name-ICICI Prudential Value Fund Series 8</b>						
	At the beginning of the year			65,82,528	3.22	65,82,528	3.22
	Changes during the year	06/04/2018	Decrease/Sold	-4,117		65,78,411	3.22
		13/04/2018	Decrease/Sold	-36,721		65,41,690	3.20
		20/04/2018	Decrease/Sold	-48,897		64,92,793	3.18
		27/04/2018	Decrease/Sold	-30,291		64,62,502	3.16
		04/05/2018	Decrease/Sold	-25,716		64,36,786	3.15
		11/05/2018	Increase/Bought	86		64,36,872	3.15
		11/05/2018	Decrease/Sold	-8,418		64,28,454	3.15
		25/05/2018	Decrease/Sold	-26		64,28,428	3.15
		01/06/2018	Decrease/Sold	-1,16,890		63,11,538	3.09
		08/06/2018	Increase/Bought	29,174		63,40,712	3.10
		08/06/2018	Decrease/Sold	-94,045		62,46,667	3.06
		15/06/2018	Decrease/Sold	-4,09,227		58,37,440	2.86
		22/06/2018	Decrease/Sold	-2,27,941		56,09,499	2.74
		13/07/2018	Increase/Bought	12,225		56,21,724	2.75
		20/07/2018	Increase/Bought	1,876		56,23,600	2.75
		20/07/2018	Decrease/Sold	-72,283		55,51,317	2.72
		27/07/2018	Increase/Bought	15,765		55,67,082	2.72
		27/07/2018	Decrease/Sold	-26		55,67,056	2.72
		03/08/2018	Increase/Bought	24,879		55,91,935	2.74
		10/08/2018	Increase/Bought	2,17,387		58,09,322	2.84
		17/08/2018	Increase/Bought	2,68,287		60,77,609	2.97
		24/08/2018	Increase/Bought	8,830		60,86,439	2.98
		31/08/2018	Increase/Bought	16,127		61,02,566	2.99



Sl. No.	For each of the Top 10 Shareholders	Date	Increase/ Decrease in Shareholding	Shareholding		Cumulative Shareholding during the year	
				No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
		07/09/2018	Increase/Bought	265		61,02,831	2.99
		14/09/2018	Increase/Bought	44,306		61,47,137	3.01
		21/09/2018	Increase/Bought	26,960		61,74,097	3.02
		28/09/2018	Increase/Bought	2,10,207		63,84,304	3.12
		28/09/2018	Decrease/Sold	-1		63,84,303	3.12
		05/10/2018	Increase/Bought	2,04,514		65,88,817	3.22
		12/10/2018	Increase/Bought	35,602		66,24,419	3.24
		19/10/2018	Increase/Bought	1,89,986		68,14,405	3.33
		30/11/2018	Decrease/Sold	-40,203		67,74,202	3.31
		07/12/2018	Decrease/Sold	-30,696		67,43,506	3.30
		14/12/2018	Decrease/Sold	-2,38,552		65,04,954	3.18
		25/01/2019	Increase/Bought	1,09,856		66,14,810	3.24
		01/02/2019	Increase/Bought	3,851		66,18,661	3.24
		08/02/2019	Increase/Bought	4,155		66,22,816	3.24
	<b>At the end of the year</b>			<b>66,22,816</b>	<b>3.24</b>	<b>66,22,816</b>	<b>3.24</b>
<b>4.</b>	<b>Franklin Templeton Investment Funds</b>						
	At the beginning of the year			45,14,103	2.21	45,14,103	2.21
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>45,14,103</b>	<b>2.21</b>	<b>45,14,103</b>	<b>2.21</b>
<b>5.</b>	<b>CDC India Opportunities Limited</b>						
	At the beginning of the year			4360804	2.13	43,60,804	2.13
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>43,60,804</b>	<b>2.13</b>	<b>43,60,804</b>	<b>2.13</b>
<b>6.</b>	<b>Credit Suisse (Singapore) Limited</b>						
	At the beginning of the year	18/05/2018	Increase/Bought	21,12,093		21,12,093	1.03
	Changes during the year	14/12/2018	Increase/Bought	12,00,000		33,12,093	1.62
	<b>At the end of the year</b>			<b>33,12,093</b>	<b>1.62</b>	<b>33,12,093</b>	<b>1.62</b>
<b>7.</b>	<b>First State Investments ICVC- Stewart Investors AS</b>						
	At the beginning of the year			30,48,015	1.49	30,48,015	1.49
	Changes during the year	01/06/2018	Increase/Bought	7,56,421		38,04,436	1.86
		07/12/2018	Decrease/Sold	-9,145		37,95,291	1.86

Sl. No.	For each of the Top 10 Shareholders	Date	Increase/Decrease in Shareholding	Shareholding		Cumulative Shareholding during the year	
				No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
		14/12/2018	Decrease/Sold	-2,583		37,92,708	1.86
		11/01/2019	Decrease/Sold	-10,013		37,82,695	1.85
		01/03/2019	Decrease/Sold	-6,88,062		30,94,633	1.51
		15/03/2019	Decrease/Sold	-2,38,818		28,55,815	1.40
		29/03/2019	Decrease/Sold	-3,71,591		24,84,224	1.22
	<b>At the end of the year</b>			<b>24,84,224</b>	<b>1.22</b>	<b>24,84,224</b>	<b>1.22</b>
<b>8.</b>	<b>Ambadevi Mauritius Holding Limited</b>						
	At the beginning of the year			24,51,171	1.20	24,51,171	1.20
	Changes during the year			-	-	-	-
	<b>At the end of the year</b>			<b>24,51,171</b>	<b>1.20</b>	<b>24,51,171</b>	<b>1.20</b>
<b>9.</b>	<b>Valuequest India Moat Fund Limited</b>						
	At the beginning of the year			24,19,013	1.18	24,19,013	1.18
	Changes during the year	08/06/2018	Increase/Bought	1,08,000		25,27,013	1.24
	<b>At the end of the year</b>			<b>25,27,013</b>	<b>1.24</b>	<b>25,27,013</b>	<b>1.24</b>
<b>10.</b>	<b>Rathnakar Shetty</b>						
	At the beginning of the year			20,43,608	1.00	20,43,608	1.00
	Changes during the year			-	-	-	-
	<b>At the end of the year</b>			<b>20,43,608</b>	<b>1.00</b>	<b>20,43,608</b>	<b>1.00</b>

(v) Shareholding of Directors and Key Managerial Personnel

Sl. No.	Shareholding of each Directors and each Key Managerial Personnel	Date	Increase/Decrease in Shareholding	Shareholding		Cumulative Shareholding during the year	
				No. of Shares	% of Total Shares	No. of Shares	% of Total Shares
<b>1.</b>	<b>Dr. Devi Prasad Shetty</b>						
	At the beginning of the year			6,47,00,571	31.66	6,47,00,571	31.66
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>6,47,00,571</b>	<b>31.66</b>	<b>6,47,00,571</b>	<b>31.66</b>
<b>2.</b>	<b>Dr. Kiran Mazumdar Shaw</b>						
	At the beginning of the year			47,05,671	2.30	47,05,671	2.30
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>47,05,671</b>	<b>2.30</b>	<b>47,05,671</b>	<b>2.30</b>
<b>3.</b>	<b>Mr. Muthuraman Balasubramanian</b>						
	At the beginning of the year			120	0.00	120	0.00
	Changes during the year		-	-	-	-	-
	<b>At the end of the year</b>			<b>120</b>	<b>0.00</b>	<b>120</b>	<b>0.00</b>





**V. INDEBTEDNESS AS ON 31<sup>st</sup> MARCH 2019**

Indebtedness of the Company including interest outstanding/accrued but not due for payment.

Particulars	Secured Loans excluding Deposits	Unsecured Loans	Deposits	Total Indebtedness
<b>Indebtedness at the beginning of the financial year</b>				
i) Principal Amount	4,914.24	-	-	4,914.24
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.21	-	-	0.21
Total (i+ii+iii)	4,914.45	-	-	4,914.45
<b>Change in Indebtedness during the financial year</b>				
* Addition	481.38	140.88	-	622.27
* Reduction	511.43	36.62	-	548.05
Net Change	(30.05)	104.26	-	74.21
<b>Indebtedness at the end of the financial year</b>				
i) Principal Amount	4,883.99	104.26	-	4,988.25
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	0.41	-	-	0.41
<b>Total (i+ii+iii)</b>	<b>4,884.40</b>	<b>104.26</b>	<b>-</b>	<b>4,988.66</b>

**VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL**

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

Sl. No.	Particulars of Remuneration	Name of MD/WTD/ Manager				Total Amount
	Name	Dr. Devi Prasad Shetty	Dr. Ashutosh Raghuvanshi	Mr. Viren Shetty	Dr. Emmanuel Rupert	(₹)
	Designation	Chairman & Whole-time Director	Vice Chairman, Group CEO & Managing Director	Whole-time Director & Group COO	Managing Director & Group CEO	
1.	Gross salary					
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,48,40,400	4,31,12,246	92,34,000	42,26,961	10,14,13,607
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	39,600	39,06,000			39,45,600
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961					
2.	Stock Option		6,02,43,300			
3.	Sweat Equity					
4.	Commission					
	- as % of profit					
	- others, specify					
5.	Others, please specify (NPS contribution)		12,27,656			
	Others, please specify (performance related pay)	1,49,60,000	81,76,002	30,78,000	13,74,520	2,75,88,522
	Total	5,98,40,000	11,66,65,204	1,23,12,000	56,01,481	19,44,18,685

Ceiling as per the Act (10% of profits calculated under section 198 of the Companies Act 2013)

1. Remuneration to Dr. Ashutosh Raghuvanshi paid for the period 1<sup>st</sup> April 2018 to 11<sup>th</sup> February 2019.

2. Remuneration to Dr. Emmanuel Rupert paid for the period 11<sup>th</sup> February 2019 to 31<sup>st</sup> March 2019

The remuneration paid to the Directors is pursuant to the special resolution passed in the 18th AGM held on 3rd August 2018

## B. Remuneration to other Directors

Sl. No.	Particulars of Remuneration	Name of Directors							Total Amount
		Mr. Manohar D. Chatlani	Mr. B.N. Subramanya	Mr. Arun Seth	Mr. Muthuraman Balasubramanian	Mr. Dinesh Krishna Swamy	Ms. Nivruti Rai	Dr. Kiran Mazumdar Shaw	(₹)
1. Independent Directors									
	Fee for attending board and committee meetings	1,00,000	5,75,000	4,75,000	5,00,000	6,75,000	-		23,25,000
	Commission	12,00,000	12,00,000	12,00,000	12,00,000	12,00,000	-		60,00,000
	Others, please specify	-	-	-	-	-	-		-
	Total (1)	13,00,000	17,75,000	16,75,000	17,00,000	18,75,000	-		83,25,000
2. Other Non-Executive Directors									
	Fee for attending board & committee meetings	-	-	-	-	-	-	2,00,000	2,00,000
	Commission	-	-	-	-	-	-	12,00,000	12,00,000
	Others, please specify	-	-	-	-	-	-	-	-
	Total (2)	-	-	-	-	-	-	14,00,000	14,00,000
	Total (B) = (1 + 2)	13,00,000	17,75,000	16,75,000	17,00,000	18,75,000	-	14,00,000	97,25,000
	Overall Ceiling as per the Act ( 1% of the profits calculated under section 198 of the Companies Act, 2013)					1,19,01,008			

## C. Remuneration to Key Managerial Personnel other than MD/Manager/WTd

Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel & Designation		Total Amount
		Mr. Venugopalan Kesavan	Mr. Sridhar S	(₹)
		CFO	CS	
1.	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	15,965,940	40,05,465	19,971,405
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-



Sl. No.	Particulars of Remuneration	Name of Key Managerial Personnel & Designation		Total Amount
		Mr. Venugopalan Kesavan	Mr. Sridhar S.	(₹)
2.	Stock Option	-	-	-
3.	Sweat Equity	-	-	-
4.	Commission	-	-	-
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others, please specify (NPS Contribution)	5,51,292	1,10,529	6,61,821
	Others, please specify (Employer PF)	-	-	-
	Others, please specify (Performance related pay)	48,20,400	8,00,371	56,20,771
	Others, please specify (Retention bonus)	-	-	-
	<b>Total</b>	<b>2,13,37,632</b>	<b>49,16,365</b>	<b>2,62,53,997</b>

## VII. PENALTIES / PUNISHMENT/ COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees imposed	Authority [RD / NCLT/ COURT]	Appeal made, if any (give details)
A. COMPANY	NIL	NIL	NIL	NIL	NIL
Penalty					
Punishment					
Compounding					
B. DIRECTORS	NIL	NIL	NIL	NIL	NIL
Penalty					
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT	NIL	NIL	NIL	NIL	NIL
Penalty					
Punishment					
Compounding					

Place: Bengaluru  
Date: 24<sup>th</sup> May 2019

**Dr. Emmanuel Rupert**  
Managing Director and Group CEO  
DIN: 07010883

**Dr. Devi Prasad Shetty**  
Chairman  
DIN: 00252187