

Date: July 21, 2021

To,
Head, Listing Compliance Department
BSE Limited
Phiroze Jeejeebhoy Towers Dalal Street,
Mumbai - 400 001.

Head, Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1. G Block,
Bandra -Kurla Complex, Bandra (East),
Mumbai- 400051

Scrip Code: 542650

Scrip Symbol: METROPOLIS

Sub: Corporate Governance Report for the quarter ended June 30, 2021

Dear Sir/Madam,

Pursuant to the captioned subject, please find enclosed the Corporate Governance Report of the Company for the quarter ended June 30, 2021.

The same has been uploaded on the website of the Stock Exchanges on July 21, 2021.

Yours Faithfully

For **Metropolis Healthcare Limited**

Danish Allana
Interim Compliance Officer

BLOOD TESTS • DIAGNOSTICS • WELLNESS

METROPOLIS
The Pathology Specialist

Metropolis Healthcare Limited

Registered & Corporate Office: 250 D, Udyog Bhavan, Hind Cycle Marg, Worli, Mumbai - 400 030.
CIN: L73100MH2000PLC192798 **Tel No.:** 8422 801 801 **Email:** support@metropolisindia.com
Website: www.metropolisindia.com
Global Reference Laboratory: 4th Floor, Commercial Building-1A, Kohinoor Mall, Vidyavihar (W), Mumbai - 400 070.

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - **Metropolis Healthcare Limited**
 2. Quarter ending - **30-Jun-2021**

i. Composition of Board of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No 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	Membership in Committees of the Company
Mr.	Sushil Kanubhai Shah	00179918	Chairman Executive Director	17-08-2005	04-09-2020	NA	NA	29-12-1946	1	0	1	0	Stakeholders Relationship Committee, Risk Management Committee (upto 27.05.2021)
Ms.	Ameera Sushil Shah	00208095	Executive Director-Managing Director	06-05-2008	18-03-2021	NA	NA	24-09-1979	3	2	4	0	Stakeholders Relationship Committee, Risk Management Committee, Corporate Social Responsibility Committee
Mr.	Hemant Sachdev	01635195	Non-Executive Director Non-Independent Director	27-05-2021		NA		25-11-1975	1	0	0	0	-
Mr.	Milind Sarwate	00109854	Independent Director	07-09-2018	07-09-2018	NA	34	23-09-1959	4	4	8	2	Audit Committee, Risk Management Committee (wef 27.05.2021), Corporate Social Responsibility Committee
Mr.	Sanjay Bhatnagar	00867848	Independent Director	07-09-2018	07-09-2018	NA	34	29-08-1961	2	2	1	0	Audit Committee, Nomination Remuneration Committee
Mr.	Vivek Gambhir	06527810	Independent Director	07-09-2018	07-09-2018	NA	34	27-11-1968	1	1	2	1	Audit Committee, Stakeholders Relationship Committee, Nomination Remuneration Committee
Mrs.	Anita Ramachandran	00118188	Independent Director	14-05-2020	14-05-2020	NA	14	28-04-1955	4	4	8	2	Nomination Remuneration Committee, Corporate Social Responsibility Committee

Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Milind Sarwate	ID	Chairperson	07-Sep-2018	
2	Vivek Gambhir	ID	Member	07-Sep-2018	
3	Sanjay Bhatnagar	ID	Member	07-Sep-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Vivek Gambhir	ID	Chairperson	07-Sep-2018	
2	Ameera Sushil Shah	ED	Member	07-Sep-2018	
3	Sushil Kanubhai Shah	C,ED	Member	07-Sep-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Ameera Sushil Shah	ED	Chairperson	11-Feb-2019	
2	Milind Sarwate	ID	Member	27-May-2021	
3	Vijender Singh	Member	Member	11-Feb-2019	
4	Sushil Kanubhai Shah	C,ED	Member	11-Feb-2019	27-May-2021

Company Remarks	
Whether Permanent chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anita Ramachandran	ID	Chairperson	10-Feb-2021	
2	Sanjay Bhatnagar	ID	Member	30-Mar-2020	
3	Vivek Gambhir	ID	Member	10-Feb-2021	

Company Remarks	
Whether Permanent chairperson appointed	Yes

e. Corporate Social Responsibility Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anita Ramachandran	ID	Chairperson	15-Jul-2020	
2	Ameera Sushil Shah	ED	Member	07-Sep-2018	
3	Milind Sarwate	ID	Member	07-Sep-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
17-Jan-2021		Yes	6	4
10-Feb-2021		Yes	6	4
24-Feb-2021		Yes	5	3
	27-May-2021	Yes	6	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	91

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	17-Jan-2021		Yes	3	3
Audit Committee	10-Feb-2021		Yes	3	3
Audit Committee	24-Feb-2021		Yes	3	3
Audit Committee		27-May-2021	Yes	3	3
Nomination & Remuneration Committee	10-Feb-2021		Yes	3	3
Nomination & Remuneration Committee		27-May-2021	Yes	3	3
Corporate Social Responsibility	10-Feb-2021		Yes	3	2
Corporate Social Responsibility		27-May-2021	Yes	3	2
Risk Management Committee	29-Mar-2021		Yes	2	0
Stakeholders Relationship Committee		27-May-2021	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : Mr. Danish Allana
 Designation : Compliance Officer